

**** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL *ORIGINAL****

T8S, R22E, S.L.B.&M.

SHENANDOAH ENERGY, INC.

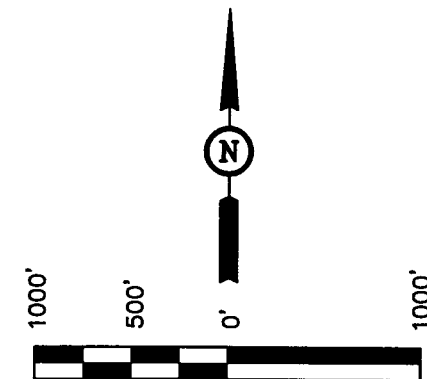
Well location, OU GB #1G-19-8-22, located as shown in the NE 1/4 NE 1/4 of Section 19, T8S, R22E, S.L.B.&M. Uintah County, Utah.

BASIS OF ELEVATION

BENCH MARK (20EAM) LOCATED IN THE SE 1/4 OF SECTION 35, T8S, R21E, S.L.B.&M. TAKEN FROM THE OURAY SE QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE SERIES (TOPOGRAPHICAL MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4697 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



SCALE

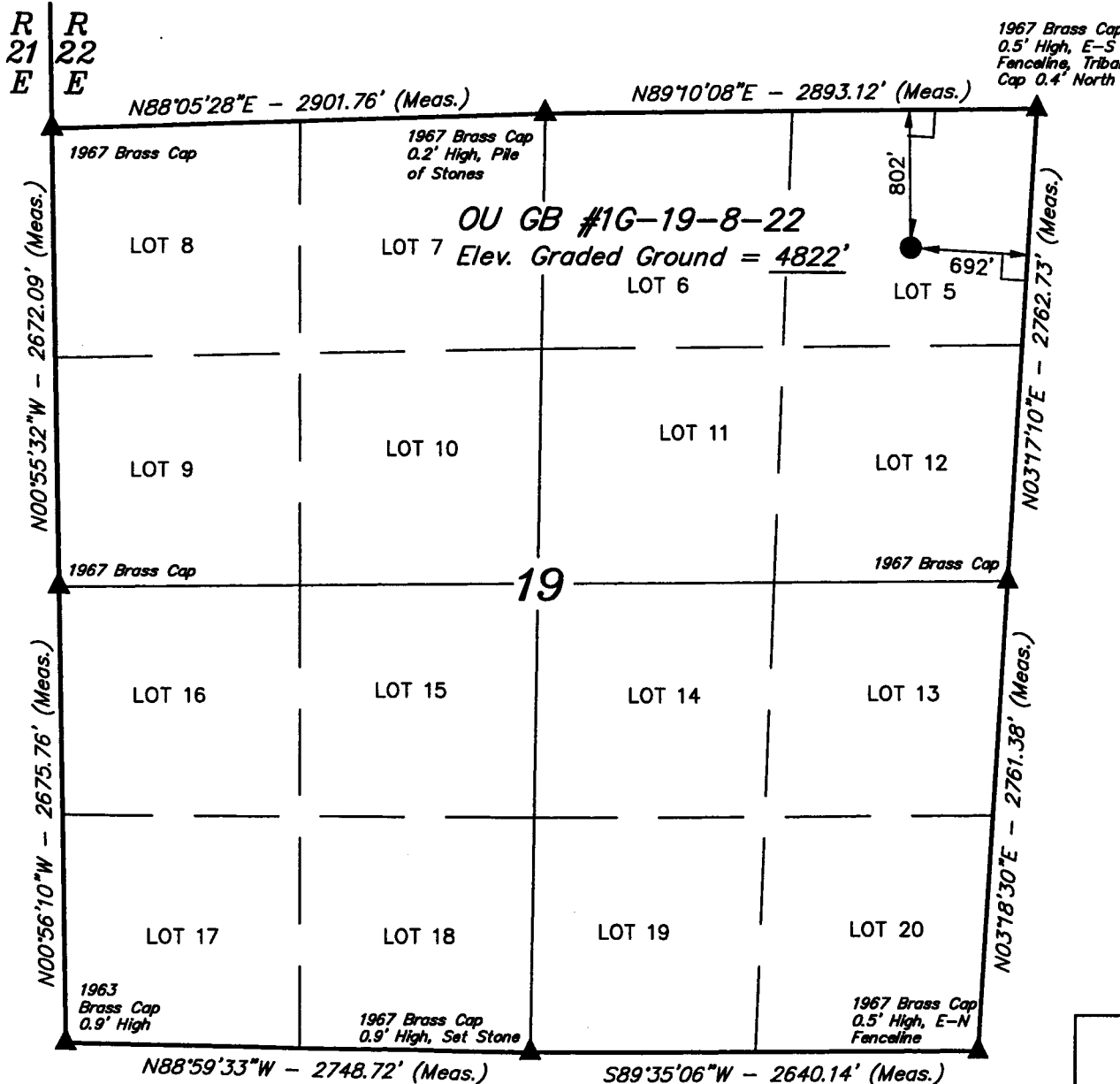
CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 319
STATE OF UTAH

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 7-18-02	DATE DRAWN: 7-19-02
PARTY D.A. J.A. C.G.	REFERENCES G.L.O. PLAT	
WEATHER HOT	FILE SHENANDOAH ENERGY, INC.	



LEGEND:

- └─┘ = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.

(NAD 83)
LATITUDE = 40°06'52.87" (40.114686)
LONGITUDE = 109°28'29.43" (109.474842)

SHENANDOAH ENERGY INC.
OU GB 1G-19-8-22

ONSHORE OIL & GAS ORDER NO. 1
Approval of Operations on Onshore
Federal Oil and Gas Leases

All lease and/or unit operations will be conducted in such a manner that full compliance is made with applicable laws, regulations (43 CFR 3100), Onshore Oil and Gas No. 1, and the approved plan of operations. The operator is fully responsible for the actions of his subcontractors. A copy of these conditions will be furnished the field representative to insure compliance.

1. Formation Tops

The estimated tops of important geologic markers are as follows:

<i>Formation</i>	<i>Depth</i>
Uinta	Surface
Green River	2452
Mahogany Ledge	3355
Mesa	4911
TD (Wasatch)	5125

2. Anticipated Depths of Oil, Gas, Water and Other Mineral Bearing Zones

The estimated depths at which the top and bottom of the anticipated water, oil, gas or other mineral bearing formations are expected to be encountered are as follows:

<i>Substance</i>	<i>Formation</i>	<i>Depth</i>
Oil/Gas	Green River	5125

All fresh water and prospectively valuable minerals encountered during drilling, will be recorded by depth and adequately protected. All oil and gas shows will be tested to determine commercial potential.

All water shows and water-bearing sands will be reported to the BLM in Vernal, Utah. Copies of State of Utah form OGC-8-X are acceptable. If no flows are detected, samples will be submitted to the BLM along with any water analyses conducted.

3. Anticipated Bottom Hole Pressures

Maximum anticipated bottom hole pressure equals approximately 2050.0 psi.

**SHENANDOAH ENERGY INC.
OVER AND UNDER GLEN BENCH 1G-19-8-22
802' FNL, 692' FEL
NENE, 19, T8S, R22E, LOT #5
UINTAH COUNTY, UTAH
LEASE # UTU-65404**

ONSHORE ORDER NO. 1

MULTI – POINT SURFACE USE & OPERATIONS PLAN

1. Existing Roads:

The proposed well site is approximately 14 miles from Ouray, Utah.

Refer to Topo Maps A and B for location of access roads within a 2 – mile radius.

There will be no improvements made to existing access roads.

2. Planned Access Roads:

Please see Shenandoah Energy Inc. Standard Practices for Green River Formation Wells located in Red Wash, Wonsits Valley, Gypsum Hills, White River, Glen Bench, and undesignated fields in Townships 07 and 08 South, Ranges 21 to 24 East.

Refer to Topo Map B for the location of the proposed access road.

3. Location of Existing Wells Within a 1 – Mile Radius:

Please refer to Topo Map C.

4. Location of Existing & Proposed Facilities:

Please see Shenandoah Energy Inc. Standard Practices for Green River Formation Wells located in Red Wash, Wonsits Valley, Gypsum Hills, White River, Glen Bench, and undesignated fields in Townships 07 and 08 South, Ranges 21 to 24 East.

Refer to Topo Map D for the location of the proposed pipeline.

5. Location and Type of Water Supply:

Please see Shenandoah Energy Inc. Standard Practices for Green River Formation Wells located in Red Wash, Wonsits Valley, Gypsum Hills, White River, Glen Bench, and undesignated fields in Townships 07 and 08 South, Ranges 21 to 24 East.

6. Source of Construction Materials:

Please see Shenandoah Energy Inc. Standard Practices for Green River Formation Wells located in Red Wash, Wonsits Valley, Gypsum Hills, White River, Glen Bench, and undesignated fields in Townships 07 and 08 South, Ranges 21 to 24 East.

7. Methods of Handling Waste Materials:

Please see Shenandoah Energy Inc. Standard Practices for Green River Formation Wells located in Red Wash, Wonsits Valley, Gypsum Hills, White River, Glen Bench, and undesignated fields in Townships 07 and 08 South, Ranges 21 to 24 East.

8. Ancillary Facilities:

Please see Shenandoah Energy Inc. Standard Practices for Green River Formation Wells located in Red Wash, Wonsits Valley, Gypsum Hills, White River, Glen Bench, and undesignated fields in Townships 07 and 08 South, Ranges 21 to 24 East.

9. Well Site Layout: (See Location Layout Diagram)

The attached Location Layout Diagram describes drill pad cross-sections, cuts and fills and locations of the mud tanks, reserve pit, flare pit, pipe racks, trailer parking, spoil dirt stockpile(s), and surface material stockpile(s).

Please see the attached diagram to describe rig orientation, parking areas, and access roads.

Please refer to OU GB 1W-19-8-22.

10. Plans for Reclamation of the Surface:

Please see Shenandoah energy Inc. Standard Operating Practices for Green River Formation Wells located in Red Wash, Wonsits Valley, Gypsum Hills, White River, Glen Bench, and undesignated fields in Township 07 and 08 South, Ranges 21 to 24 East.

Please refer to the OU GB 1W-19-8-22.

11. Surface Ownership:

The well pad and access road are located on lands owned by:

Ute Tribe
PO Box 190
Ft. Duchesne, Ut. 84026

12. Other Information

A Class III archaeological survey was conducted by Montgomery Archaeology Consultants. A copy of this report was submitted directly to the appropriate agencies by Montgomery Archaeology Consultants. Cultural resource clearance was recommended for this location.

Lessee's or Operator's Representative:

John Busch
Red Wash Operations Rep.
Shenandoah Energy Inc.
11002 East 17500 South
Vernal, Utah 84078
(435) 781-4341

Certification:

All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws, regulations, Onshore Oil & Gas Orders, the approved plan of operations, and any applicable Notice to Lessees.

Shenandoah Energy Inc. will be fully responsible for the actions of their subcontractors.

A complete copy of the approved Application for Permit to Drill will be furnished to the field representative(s) to ensure compliance and shall be on location during all construction and drilling operations.

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route; that I am familiar with the conditions which currently exist; that the statements made in this plan are, to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein will be performed by Shenandoah Energy Inc. its' contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

John Busch
John Busch
Red Wash Operations Representative

05-Aug-01
Date

Additional Operator Remarks:

Shenandoah Energy Inc. proposes to drill a well to 5125' to test the Green River. If productive, casing will be run and the well completed. If dry, the well will be plugged and abandoned as per BLM and State of Utah requirements.

Please see Shenandoah Energy Inc. Standard Operating Practices for Green River Formation Wells located in Red Wash, Wonsits Valley, Gypsum Hills, White River, Glen Bench, and undesignated fields in Townships 07 and 08 South, Ranges 21 and 24 East.

See Onshore Order No. 1 attached

Please be advised that Shenandoah Energy Inc. agrees to be responsible under the terms and conditions of the lease for the operations conducted upon the lease lands.

Bond coverage for this well is provided by Bond No. U-0969. The principal is Shenandoah Energy Inc. via surety as consent as provided for the 43 CFR 3104.2.

SHENANDOAH ENERGY INC.

OU GB #1G-19-8-22

LOCATED IN UTAH COUNTY, UTAH
SECTION 19, T8S, R22E, S.L.B.&M.



PHOTO: VIEW OF WELL LOCATION STAKE

CAMERA ANGLE: NORTHWESTERLY



PHOTO: VIEW OF EXISTING ACCESS

CAMERA ANGLE: NORTHEASTERLY



- Since 1964 -

U E L S Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
435-789-1017 uels@uelsinc.com

LOCATION PHOTOS

7 23 02
MONTH DAY YEAR

PHOTO

TAKEN BY: D.A.

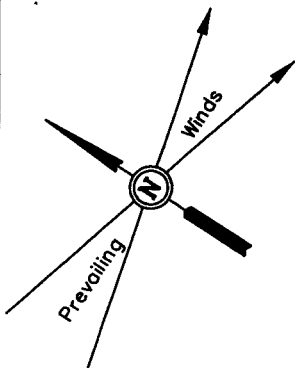
DRAWN BY: K.G.

REVISED: 00-00-00

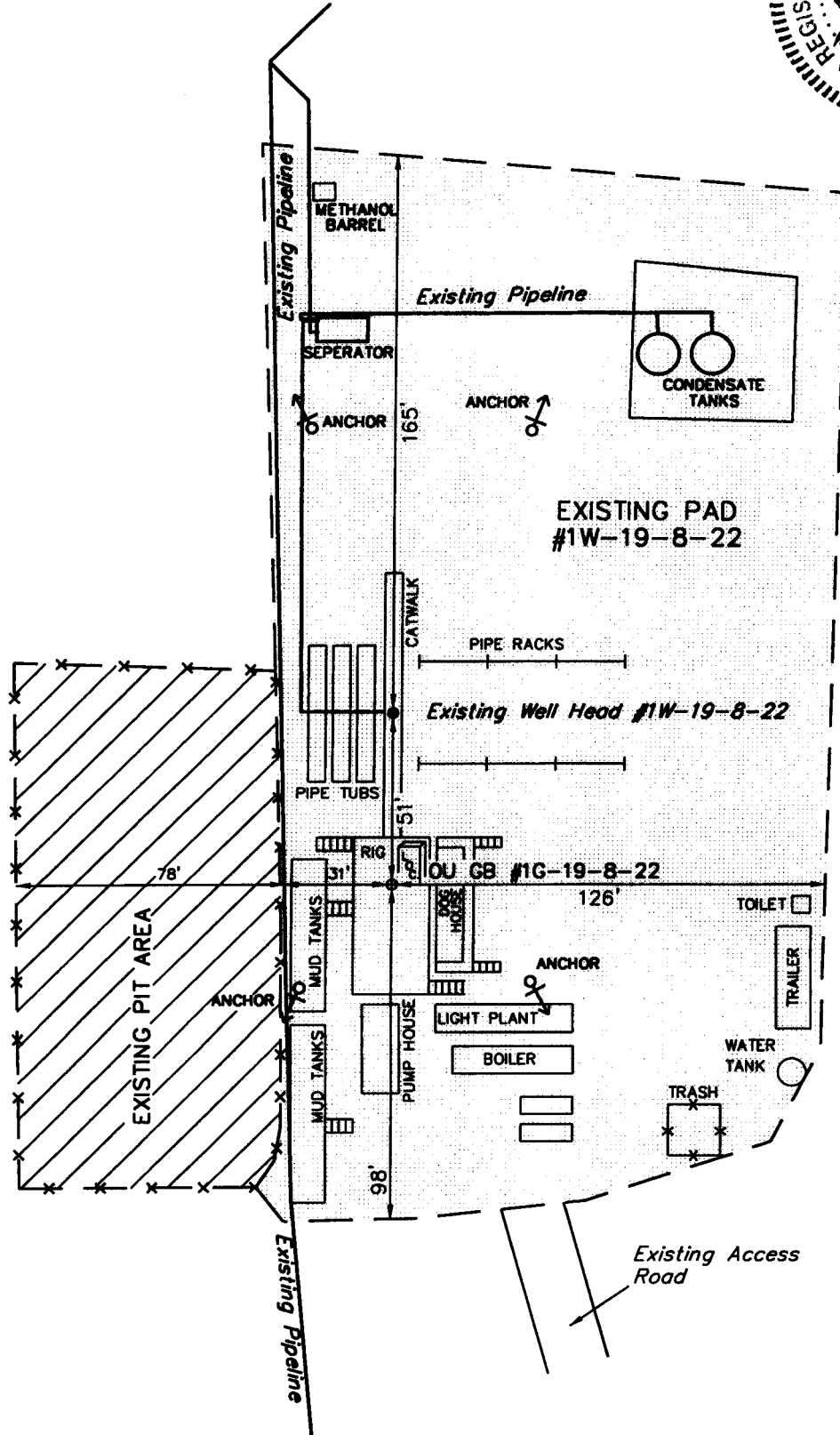
SHENANDOAH ENERGY, INC.

LOCATION LAYOUT FOR

OU GB #1G-19-8-22
SECTION 19, T8S, R22E, S.L.B.&M.
802' FNL 692' FEL



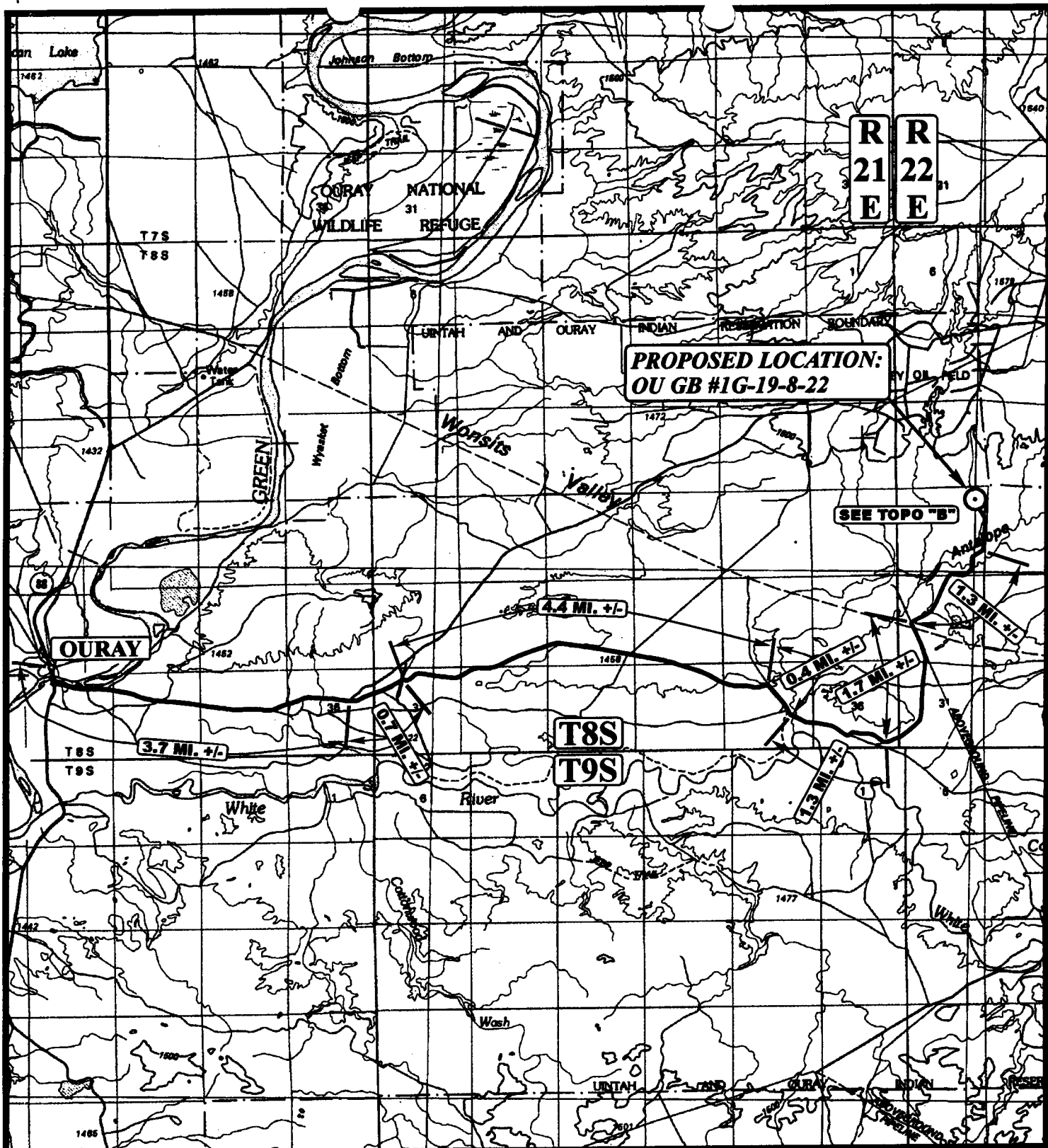
SCALE: 1" = 50'
DATE: 7-19-02
Drawn By: C.G.



NOTE:
EXISTING FACILITIES, PIPELINES, TANKS, ECT.,
MAY REQUIRE RELOCATION DURING DRILLING
PROCESS TO ACCOMMODATE DRILLING RIG.

FIGURE #1

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East • Vernal, Utah 84078 • (435) 789-1017



LEGEND:

○ PROPOSED LOCATION



SHENANDOAH ENERGY, INC.

OU GB #1G-19-8-22
SECTION 19, T8S, R22E, S.L.B.&M.
802' FNL 692' FEL



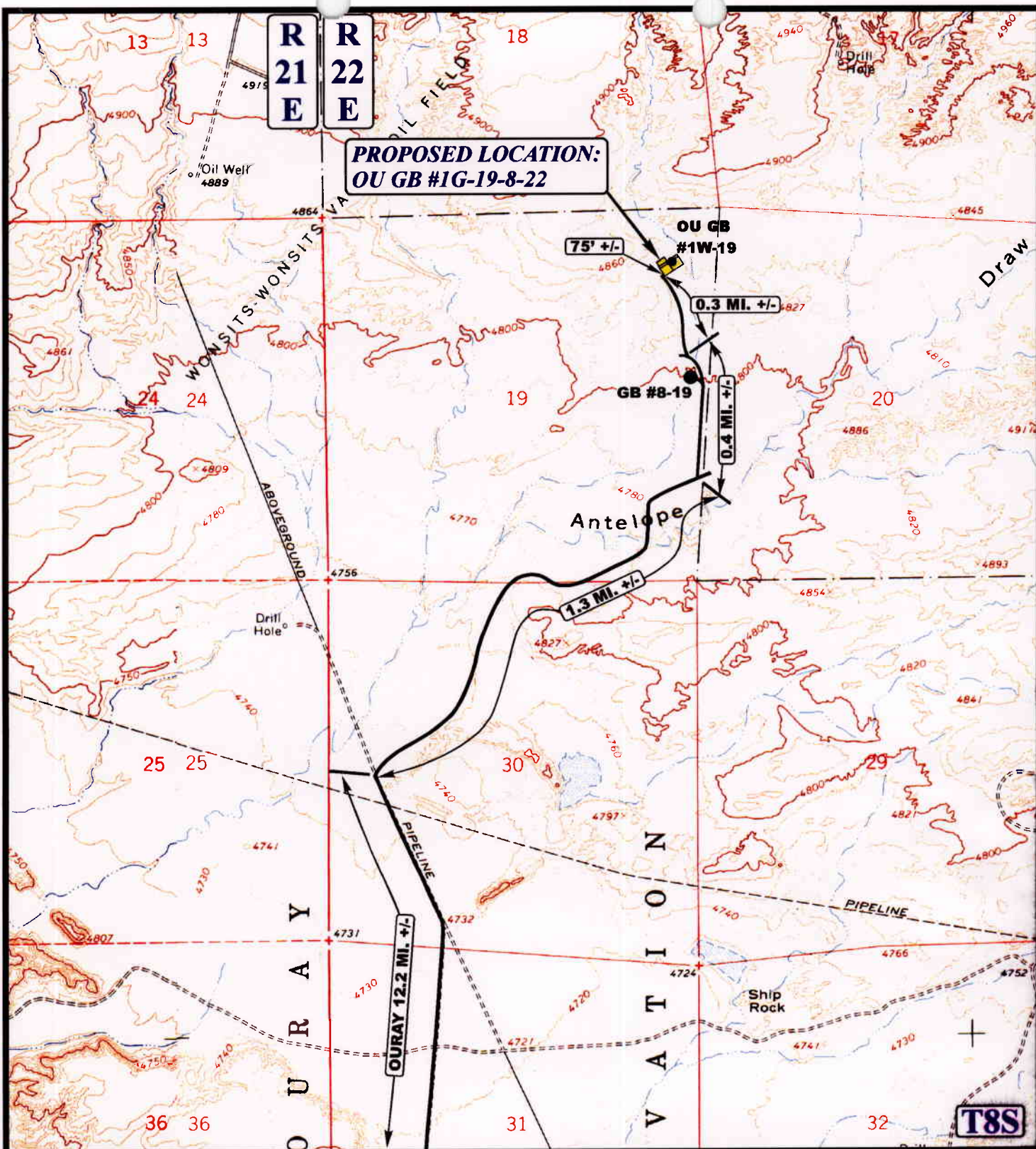
Utah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC
MAP

7 23 02
 MONTH DAY YEAR

SCALE: 1:100,000 **DRAWN BY: K.G.** **REVISED: 00-00-00**

TOPO



LEGEND:

EXISTING ROAD
 PROPOSED ACCESS ROAD



Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813



SHENANDOAH ENERGY, INC.

OU GB #1G-19-8-22
SECTION 19, T8S, R22E, S.L.B.&M.
802' FNL 692' FEL

TOPOGRAPHIC
MAP

7 **23** **02**
 MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: K.G. REVISED: 00-00-00



003

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 08/08/2002

API NO. ASSIGNED: 43-047-34696

WELL NAME: OU GB 1G-19-8-22

OPERATOR: SHENANDOAH ENERGY INC (N4235)

CONTACT: JOHN BUSCH

PHONE NUMBER: 435-781-4341

PROPOSED LOCATION:

NENE 19 080S 220E

SURFACE: 0802 FNL 0692 FEL

BOTTOM: 0802 FNL 0692 FEL

UINTAH

NATURAL BUTTES (630)

LEASE TYPE: 1 - Federal

LEASE NUMBER: UTU-65404

SURFACE OWNER: 2 - Indian

PROPOSED FORMATION: GRRV

INSPECT LOCATN BY: / /

Tech Review	Initials	Date
Engineering		
Geology		
Surface		

LATITUDE: 40.11474

LONGITUDE: 109.47405

RECEIVED AND/OR REVIEWED:

☒ Plat
☒ Bond: Fed[1] Ind[] Sta[] Fee[]
 (No. U-0969)
☒ Potash (Y/N)
☒ Oil Shale 190-5 (B) or 190-3 or 190-13
☒ Water Permit
 (No. 43-8496)
☒ RDCC Review (Y/N)
 (Date:)
☒ Fee Surf Agreement (Y/N)

LOCATION AND SITING:

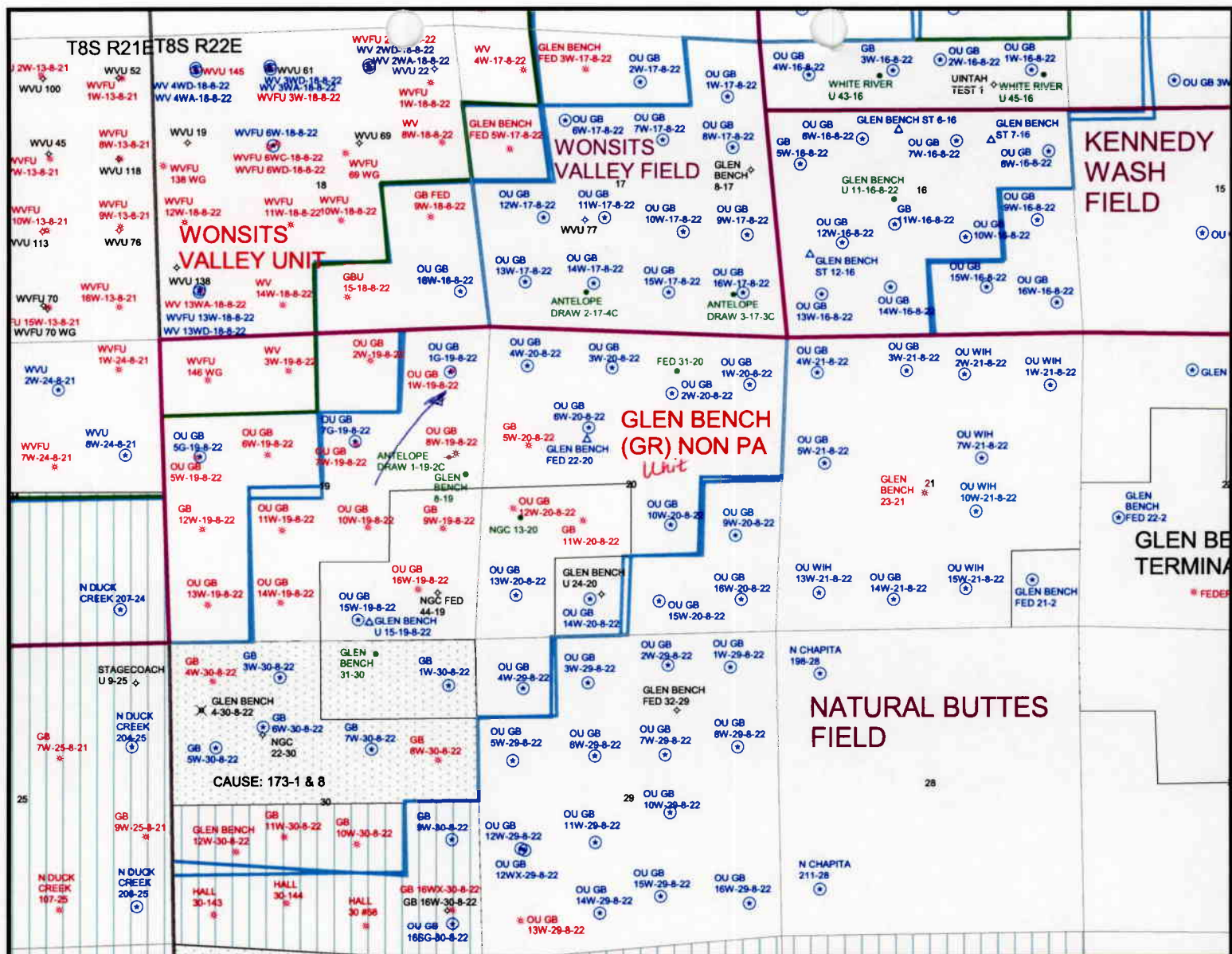
R649-2-3. * *Byun Ranch U/Non PA*
 Unit _____
☒ R649-3-2. General
 Siting: 460 From Qtr/Qtr & 920' Between Wells
 R649-3-3. Exception
 Drilling Unit
 Board Cause No: _____
 Eff Date: _____
 Siting: _____
 R649-3-11. Directional Drill

COMMENTS:

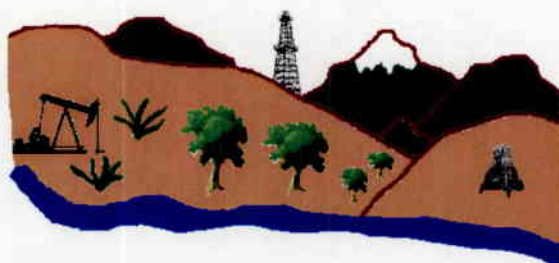
Sep, Separate file

STIPULATIONS:

1-federal approval
2-spacing slip



OPERATOR: SHENANDOAH ENERGY(4235)
 SEC: 19 T8S R22E
 FIELD: NATURAL BUTTES (630)
 COUNTY: UTAH
 SPACING: GEN ST / R649-3-2



Utah Oil Gas and Mining

Well Status

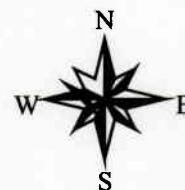
- GAS INJECTION
- GAS STORAGE
- LOCATION ABANDONED
- NEW LOCATION
- PLUGGED & ABANDONED
- PRODUCING GAS
- PRODUCING OIL
- SHUT-IN GAS
- SHUT-IN OIL
- TEMP. ABANDONED
- TEST WELL
- WATER INJECTION
- WATER SUPPLY
- WATER DISPOSAL

Units Status

- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PENDING
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

Field Status

- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- PROPOSED
- STORAGE
- TERMINATED
- Sections.shp
- Township.shp
- Counties.shp



Prepared By: D. Mason
 Date: 4-AUGUST-2002



State of Utah
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

1594 West North Temple, Suite 1210
PO Box 145801
Salt Lake City, Utah 84114-5801
(801) 538-5340 telephone
(801) 359-3940 fax
(801) 538-7223 TTY
www.nr.utah.gov

Michael O. Leavitt
Governor

Robert L. Morgan
Executive Director

Lowell P. Braxton
Division Director

August 14, 2002

Shenandoah Energy Inc
11002 E 17500 S
Vernal, UT 84078

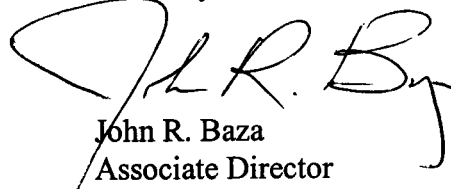
Re: Over and Under Glen Bench 1G-19-8-22 Well, 802' FNL, 692' FEL, NE NE, Sec. 19,
T. 8 South, R. 22 East, Uintah County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. § 40-6-1 *et seq.*, Utah Administrative Code R649-3-1 *et seq.*, and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-047-34696.

Sincerely,



John R. Baza
Associate Director

er

Enclosures

cc: Uintah County Assessor
Bureau of Land Management, Vernal District Office

Operator: Shenandoah Energy Inc
Well Name & Number Over and Under Glen Bench 1G-19-8-22
API Number: 43-047-34696
Lease: UTU-65404

Location: NE NE **Sec.** 19 **T.** 8 South **R.** 22 East

Conditions of Approval

1. General

Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

2. Notification Requirements

Notify the Division within 24 hours of spudding the well.

- Contact Carol Daniels at (801) 538-5284.

Notify the Division prior to commencing operations to plug and abandon the well.

- Contact Dan Jarvis at (801) 538-5338

3. Reporting Requirements

All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

4. State approval of this well does not supersede the required federal approval, which must be obtained prior to drilling.

5. This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the "Board"). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled, completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0136
Expires November 30, 2000

009

APPLICATION FOR PERMIT TO DRILL OR REENTER

1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		CONFIDENTIAL		5. Lease Serial No. UTU65404
1b. Type of Well: <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other <input checked="" type="checkbox"/> Single Zone <input type="checkbox"/> Multiple Zone				6. If Indian, Allottee or Tribe Name
2. Name of Operator SHENANDOAH ENERGY INC		Contact: JOHN BUSCH E-Mail: john.busch@questar.com		7. If Unit or CA Agreement, Name and No. UTU73974X
3a. Address 11002 EAST 17500 SOUTH VERNAL, UT 84078-8526		3b. Phone No. (include area code) Ph: 435.781.4341 Fx: 435.781.4323		8. Lease Name and Well No. OU GB 1G-19-8-22
4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface Lot 5 802FNL 692FEL At proposed prod. zone		9. API Well No. 43-047-34696-00-X1		
14. Distance in miles and direction from nearest town or post office* 14 +/- MILES FROM OURAY, UTAH		11. Sec., T., R., M., or Blk. and Survey or Area Sec 19 T8S R22E Mer SLB		
15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 692' +/-		16. No. of Acres in Lease 132.99		12. County or Parish UINTAH
18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. 25' +/-		19. Proposed Depth 5125 MD 5125 TVD		13. State UT
21. Elevations (Show whether DF, KB, RT, GL, etc.) 4833 KB		20. BLM/BIA Bond No. on file UT1237		17. Spacing Unit dedicated to this well 40.00
		23. Estimated duration 10 DAYS		

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, shall be attached to this form:

- | | |
|---|--|
| 1. Well plat certified by a registered surveyor. | 4. Bond to cover the operations unless covered by an existing bond on file (see Item 20 above). |
| 2. A Drilling Plan. | 5. Operator certification |
| 3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office). | 6. Such other site specific information and/or plans as may be required by the authorized officer. |

25. Signature (Electronic Submission)	Name (Printed/Typed) JOHN BUSCH	Date 08/05/2002
Title OPERATIONS		
Approved by (Signature) (Electronic Submission)	Name (Printed/Typed) ED FORSMAN	Date 10/29/2002
Title ACTING AFM FOR MINERAL RESOURCES		
Office Vernal		

Application approval does not warrant or certify the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.
Conditions of approval, if any, are attached.

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

Additional Operator Remarks (see next page)

RECEIVED

Electronic Submission #13327 verified by the BLM Well Information System
For SHENANDOAH ENERGY INC, sent to the Vernal
Committed to AFMSS for processing by PAT SUTTON on 08/08/2002 (02PS0423AE)

OCT 29 2002

DIVISION OF
OIL, GAS AND MINING

REVISER ** REVISED ** REVISED ** REVISED ** REVISED ** REVISED ** REVISED ** REVISED **

Additional Operator Remarks:

Shenandoah Energy Inc. proposes to drill a well to 5125' to test the Green River. If productive, casing will be run and the well completed. If dry, the well will be plugged and abandoned as per BLM and State of Utah requirements.

Please see Shenandoah Energy Inc. Standard Operating Practices for Green River Formation Wells located in Red Wash, Wonsits Valley, Gypsum Hills, White River, Glen Bench, and undesignated fields in Townships 07 and 08 South, Ranges 21 and 24 East.

See Onshore Order No. 1 attached

Please be advised that Shenandoah Energy Inc. agrees to be responsible under the terms and conditions of the lease for the operations conducted upon the lease lands.

Bond coverage for this well is provided by Bond No. U-0969. The principal is Shenandoah Energy Inc. via surety as consent as provided for the 43 CFR 3104.2.

Revisions to Operator-Submitted EC Data for APD #13327

Operator Submitted

Lease: UTU-65404
Agreement: GLEN BENCH
Operator: SHENANDOAH ENERGY INC.
11002 E. 17500 S.
VERNAL, UT 84078
Ph: 435.781.4341
Fx: 435.781.4323

Admin Contact: JOHN BUSCH
OPERATIONS
11002 E. 17500 S.
VERNAL, UT 84078
Ph: 435.781.4341
Fx: 435.781.4323
E-Mail: jbusch@shenandoahenergy.com

Tech Contact:

Well Name: OU GB
Number: 1G-19-8-22
Location:
State: UT
County: UINTAH
S/T/R: Sec 19 T8S R22E Mer SLB
Surf Loc: NENE Lot 5 802FNL 692FEL
Field/Pool: NATURAL BUTTES

Bond: U-0969

BLM Revised (AFMSS)

UTU65404
UTU73974X
SHENANDOAH ENERGY INC
11002 EAST 17500 SOUTH
VERNAL, UT 84078-8526
Ph: 435.781.4300
Fx: 435.781.4329

JOHN BUSCH
OPERATIONS
11002 EAST 17500 SOUTH
VERNAL, UT 84078-8526
Ph: 435.781.4341
Fx: 435.781.4323
E-Mail: john.busch@questar.com

OU GB
1G-19-8-22

UT
UINTAH
Sec 19 T8S R22E Mer SLB
Lot 5 802FNL 692FEL

GLEN BENCH

UT1237

CONDITIONS OF APPROVAL
APPLICATION FOR PERMIT TO DRILL

Company/Operator: Shenandoah Energy, Inc.

Well Name & Number: OU GB #1G-19-8-22

API Number: 43-047-34696

Lease Number: U - 65404

Location: Lot 5 Sec. 19 T. 8S R. 22E

Agreement: Glen Bench (GR) SR

For more specific details on notification requirements, please check the Conditions of Approval for Notice to Drill and Surface Use Program.

CONDITIONS OF APPROVAL FOR NOTICE TO DRILL

Approval of this application does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease that would entitle the applicant to conduct operations thereon.

Be aware fire restrictions may be in effect when location is being constructed and/or when well is being drilled. Contact the appropriate Surface Management Agency for information.

Casing Program and Auxiliary Equipment

As a minimum requirement, the cement behind the production casing must extend 200' above the top of the fresh water identified at $\pm 1832'$.

Coring, Logging and Testing Program

Daily drilling and completion progress reports shall be submitted to this office on a weekly basis.

Please submit to this office, in LAS format, an electronic copy of all logs run on this well. This submission will replace the requirement for submittal of paper logs to the BLM.

Other Information

In the event after-hours approvals are necessary, you must contact one of the following individuals:

Ed Forsman (435) 828-7874
Petroleum Engineer

Kirk Fleetwood (435) 828-7875
Petroleum Engineer

BLM FAX Machine (435) 781-4410

**SURFACE USE PROGRAM
CONDITIONS OF APPROVAL (COAs)**

Shenandoah Energy, Inc. (Shenandoah) will assure the Ute Tribe that any/all contractors and subcontractors have acquired a current Tribal Business License and have updated "Access Permits" prior to construction. All Shenandoah personnel, contractors and subcontractors will have these permits in their vehicles at all times. Companies that have not complied with this COA will be in violation of the Ute Tribal Business License Ordinance, and will be subject to fines and penalties.

Shenandoah employees, representatives, and/or authorized personnel (subcontractors) shall not carry firearms on their person or in their vehicles while working on the Uintah & Ouray Indian Reservation.

Shenandoah employees and/or authorized personnel (subcontractors) in the field will have approved applicable APDs and/or ROW permits/authorizations on their person(s) during all phases of construction.

Shenandoah will notify the Ute Tribe and Bureau of Indian Affairs (BIA) in writing of any requested modification of APDs or Rights-Of-Way (ROW). Shenandoah shall receive written notification of authorization or denial of the requested modification. Without authorization, Shenandoah will be subject to fines and penalties.

The Ute Tribe Energy & Minerals Department shall be notified in writing 48 hours in advance of any construction activity. The Ute Tribal office is open Monday through Thursday. A Tribal Technician is to routinely monitor construction. Shenandoah shall make arrangements with the Ute Energy & Minerals Department for all monitoring that will exceed regular working hours for Tribal Technicians. A qualified Archaeologist accompanied by a Tribal Technician will monitor any trenching construction of the pipeline. Shenandoah is to inform contractors to maintain construction of the pipelines within the approved ROW.

A corridor ROW, 30 feet wide and 1207 feet long, was granted for the access road for the existing well 1W-19-8-22. The pipeline for this well will be placed in that corridor and the same new access road that serves that well will also be used for access to well 1G-19-8-22.

Upon completion of the pertinent APD and ROWs, Shenandoah will notify the Ute Tribe Energy & Minerals Department for a Tribal Technician to verify the Affidavit of Completion. When each pipeline has been constructed and completed as built descriptions will be filed with the Ute Tribal Energy & Minerals Department.

Production waters, oil, and other byproducts shall not be placed on access roads or the well pad.

All vehicular traffic, personnel movement, construction and restoration operations will be confined to the areas examined and approved and to the existing roadways and/or evaluated access routes.

Shenandoah will implement "Safety and Emergency Plan" and ensure plan compliance.

Shenandoah shall stop construction activities and notify personnel from the Ute Tribe Energy & Minerals Department and BIA if cultural remains including paleontologic resources (vertebrate fossils) are exposed or identified during construction. The Ute Tribe Department of Cultural Rights and Protection and the BIA will provide mitigation measures prior to allowing construction.

Shenandoah employees and/or authorized personnel (subcontractors) will not be allowed to collect artifacts and paleontologic fossils. No significant cultural resources shall be disturbed.

Shenandoah will control noxious weeds on the well site and ROWs. Shenandoah will be responsible for noxious weed control if weeds spread from the project area onto adjoining land.

Reserve pits will be lined with an impervious synthetic liner to conserve fluids. A fence will be constructed around the reserve pit until it is backfilled. Prior to backfilling the reserve pit, all fluids will be pumped from the pit into trucks and hauled to approved disposal sites. When the reserve pits are backfilled, the surplus oil and mud, etc., will be buried a minimum of 3 feet below the surface of the soil.

A closed system will be used during production. This means that production fluids will be contained in leak-proof tanks. All production fluids will be disposed of at approved disposal sites.

Surface pipelines will be constructed to lie on the soil surface. The pipeline ROW will not be bladed or cleared of vegetation without authorization of the BIA. Surface pipelines shall be welded in place at well sites or on access roads and on other existing roads then pulled into place with suitable equipment. Vehicles shall not use pipeline ROWs as access roads unless specifically authorized.

Before the site is abandoned, Shenandoah will be required to restore the well site and ROWs to near their original state. The disturbed areas will be reseeded with desirable perennial vegetation.

Re seeding all disturbed areas will mitigate soil erosion.

013

Designation of Agent/Operator

Merger

2/1/2003

TO: (New Operator):

N2460-QEP Uinta Basin Inc
11002 E 17500 S
Vernal, UT 84078-8526

Phone: (435) 781-4341

Unit:

WELL(S)

[illegible]

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 6/2/2003
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 6/2/2003
3. The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 6/19/2003
4. Is the new operator registered in the State of Utah: YES Business Number: 5292864-0151
5. If **NO**, the operator was contacted contacted on:

6. (R649-9-2) Waste Management Plan has been received on:

IN PLACE

7. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: 7/21/2003

8. **Federal and Indian Units:**

The BLM or BIA has approved the successor of unit operator for wells listed on: 7/21/2003

9. **Federal and Indian Communization Agreements ("CA"):**

The BLM or BIA has approved the operator for all wells listed within a CA on: n/a

10. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: n/a

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database** on: 9/11/2003

2. Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 9/11/2003

3. Bond information entered in RBDMS on: n/a

4. Fee wells attached to bond in RBDMS on: n/a

STATE WELL(S) BOND VERIFICATION:

1. State well(s) covered by Bond Number: 965-003-032

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: ESB000024

INDIAN WELL(S) BOND VERIFICATION:

1. Indian well(s) covered by Bond Number: 799446

FEE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The **NEW** operator of any fee well(s) listed covered by Bond Number 965-003-033

2. The **FORMER** operator has requested a release of liability from their bond on: n/a

The Division sent response by letter on: n/a

LEASE INTEREST OWNER NOTIFICATION:

3. (R649-2-10) The **FORMER** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: n/a

COMMENTS:

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB NO. 1004-0135
Expires: November 30, 2000

006

SUNDRY NOTICES AND REPORTS ON WELLS
Do not use this form for proposals to drill or to re-enter an abandoned well. Use form 3160-3 (APD) for such proposals.

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

1. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other		8. Well Name and No. OU GB 1G-19-8-22
2. Name of Operator SHENANDOAH ENERGY INC.		9. API Well No. 43-047-34696
3a. Address 11002 EAST 17500 SOUTH VERNAL, UT 84078	3b. Phone No. (include area code) Ph: 435.781.4309 Fx: 435.781.4329	10. Field and Pool, or Exploratory NATURAL BUTTES
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) Sec 19 T8S R22E NENE 802FNL 692FEL		11. County or Parish, and State UINTAH COUNTY, UT

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recompleat horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompleat in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

Shenandoah Energy Inc. has moved this well spot eight feet due to the rig layout. The new footages for this well is 806' FNL, 698' FEL.

4441340 Y 40.11972
6030041 Y - 109.47407

Approved by the
Utah Division of
Oil, Gas and Mining

Date: 05-15-03
By: [Signature]

COPY SENT TO OPERATOR
05-16-03
CHD

14. I hereby certify that the foregoing is true and correct. Electronic Submission #21585 verified by the BLM Well Information System For SHENANDOAH ENERGY INC., sent to the Vernal	
Name (Printed/Typed) RALEEN SEARLE	Title REGULATORY AFFAIRS ANALYST
Signature [Signature]	Date 05/08/2003

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved By _____	Title _____	Date _____
Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.		Office _____

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

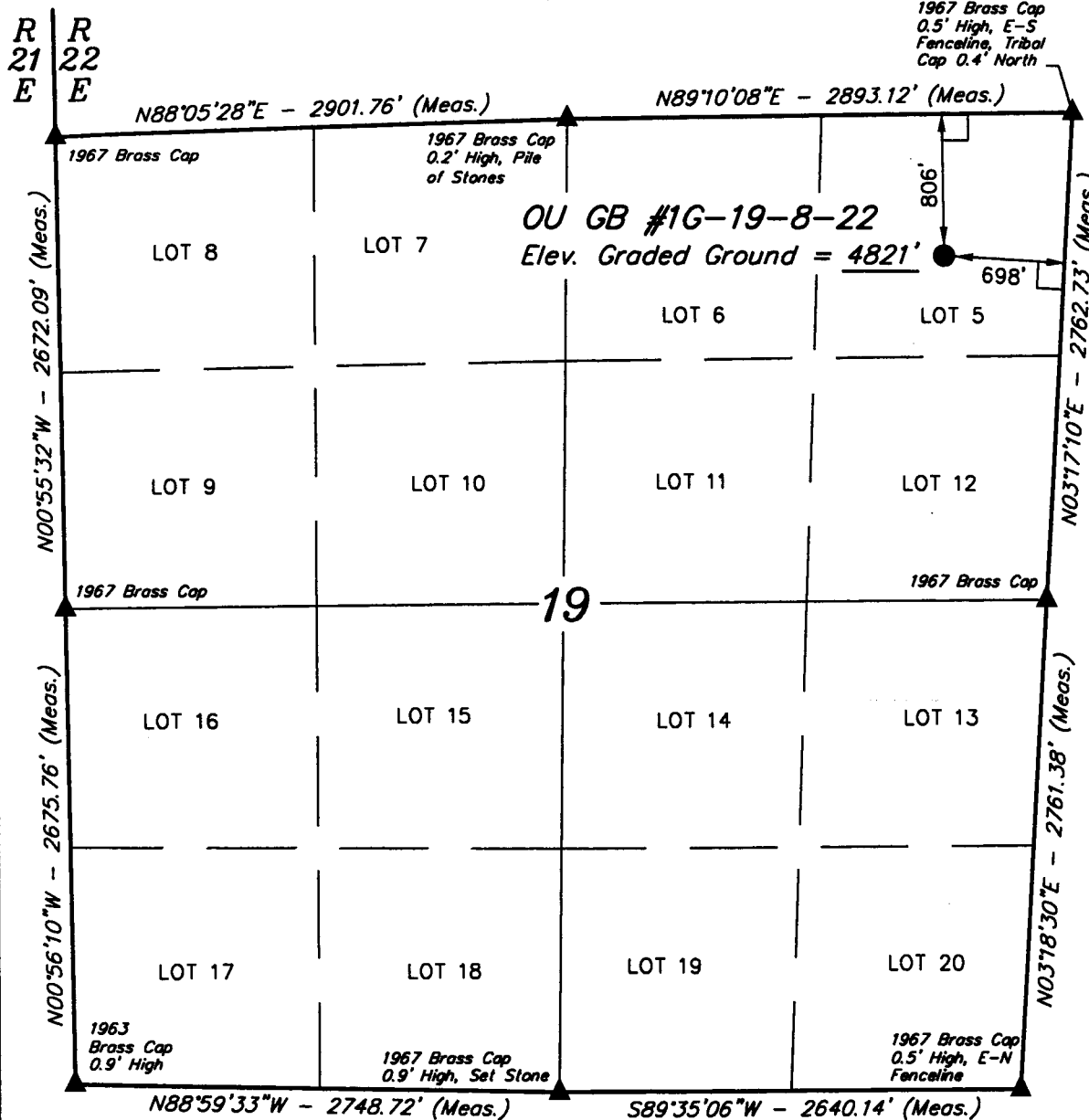
**** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL**

RECEIVED

MAY 09 2003

DIV. OF OIL, GAS & MINING

T8S, R22E, S.L.B.&M.



QUESTAR EXPLORATION & PRODUCTION

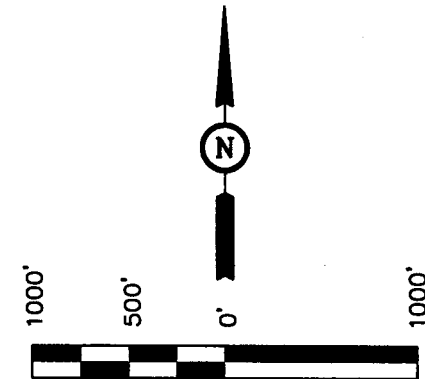
Well location, OU GB #1G-19-8-22, located as shown in the NE 1/4 NE 1/4 of Section 19, T8S, R22E, S.L.B.&M. Uintah County, Utah.

BASIS OF ELEVATION

BENCH MARK (20EAM) LOCATED IN THE SE 1/4 OF SECTION 35, T8S, R21E, S.L.B.&M. TAKEN FROM THE OURAY SE QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE SERIES (TOPOGRAPHICAL MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4697 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



SCALE

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF

Robert H. Kay
REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

REVISED: 04-25-03 D.COX

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 7-18-02	DATE DRAWN: 7-19-02
PARTY D.A. J.A. C.G.	REFERENCES G.L.O. PLAT	
WEATHER HOT	FILE QUESTAR EXPLORATION & PRODUCTION	

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENTFORM APPROVED
OMB NO. 1004-0135
Expires: November 30, 2000

005

SUNDRY NOTICES AND REPORTS ON WELLS
*Do not use this form for proposals to drill or to re-enter an abandoned well. Use form 3160-3 (APD) for such proposals.***SUBMIT IN TRIPLICATE - Other instructions on reverse side.**

1. Type of Well

☒ Oil Well ☐ Gas Well ☐ Other

CONFIDENTIAL

2. Name of Operator *SHEWAN/DOAH*
*QEP UINTA BASIN DIVISION ENERGY INC*Contact: DAHN F. CALDWELL
E-Mail: Dahn.Caldwell@questar.com3a. Address
11002 E. 17500 S.
VERNAL, UT 840783b. Phone No. (include area code)
Ph: 435.781.4342
Fx: 435.781.4357

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)

Sec 19 T8S R22E NENE 802FNL 692FEL

5. Lease Serial No.
UTU-654046. If Indian, Allottee or Tribe Name
UTE TRIBE7. If Unit or CA/Agreement, Name and/or No.
N/A8. Well Name and No.
OU GB 1G 19-8-229. API Well No.
43-047-3469610. Field and Pool, or Exploratory
NATURAL BUTTES11. County or Parish, and State
UINTAH COUNTY, UT

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	Well Spud
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recompleat horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompleat in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

This well was spud on 5/06/03. Drill 12 1/4" hole to 460'GL. Ran 10 joints 9-5/8" 36# csg to 447'GL.

14. I hereby certify that the foregoing is true and correct.

Electronic Submission #21688 verified by the BLM Well Information System
For QEP UINTA BASIN DIVISION, sent to the Vernal

Name (Printed/Typed) DAHN F. CALDWELL

Title AUTHORIZED REPRESENTATIVE

Signature

Date 05/12/2003

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

RECEIVED

Approved By

Title

Date MAY 15 2003

Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Office

DIV. OF OIL, GAS & MINING

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL **

CONFIDENTIAL

007

State of Utah
Division of Oil, Gas and Mining

ENTITY ACTION FORM - FORM 6

OPERATOR: **Shenandoah Energy, Inc.**
ADDRESS: **11002 East 17500 South**
Vernal, Utah 84078-8526

OPERATOR ACCT. No. N-4235

(435)781-4300

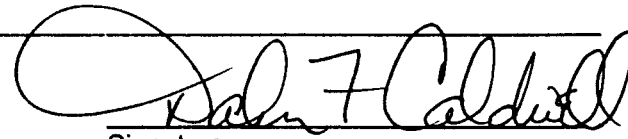
Action Code	Current Entity No.	New Entity No.	API Number	Well Name	QQ	SC	TP	RC	County	Spud Date	Effective Date
B	99999	13727 13783	43-047-34696	OU GB 1G 19 8 22	NENE	19	8S	22E	Uintah	5/06/03	5/15/03
WELL 1 COMMENTS: <i>field Green River</i> New well to be drilled in Natural Buttes (Glen Bench) - <i>Wasatch.</i> CONFIDENTIAL <i>Corrected 5/20/03</i>											
WELL 2 COMMENTS:											
WELL 3 COMMENTS:											
WELL 4 COMMENTS:											
WELL 5 COMMENTS:											

ACTION CODES (See instructions on back of form)

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (explain in comments section)

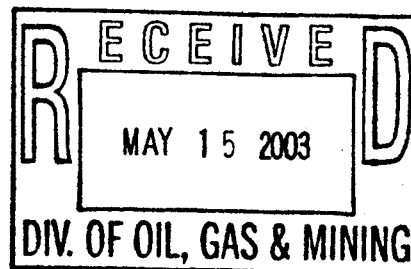
NOTE: Use COMMENT section to explain why each Action Code was selected

(3/89)



Signature

Clerk Specialist 5/12/03
Title Date

Phone No. **(435) 781-4342****CONFIDENTIAL**

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB NO. 1004-0135
Expires: November 30, 2000

SUNDRY NOTICES AND REPORTS ON WELLS
Do not use this form for proposals to drill or to re-enter an abandoned well. Use form 3160-3 (APD) for such proposals.

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

5. Lease Serial No.
UTU-65404

6. If Indian, Allottee or Tribe Name
UTE TRIBE

7. If Unit or CA/Agreement, Name and/or No.
N/A

8. Well Name and No.
OU GB 1G 19-8-22

9. API Well No.
43-047-34696

10. Field and Pool, or Exploratory
NATURAL BUTTES

11. County or Parish, and State
UINTAH COUNTY, UT

1. Type of Well

☒ Oil Well ☐ Gas Well ☐ Other

2. Name of Operator *SHEVANDAH ENERGY*
QEP UTAH BASIN DIVISION INC

Contact: DAHN F. CALDWELL
E-Mail: Dahn.Caldwell@questar.com

3a. Address
11002 E. 17500 S.
VERNAL, UT 84078

3b. Phone No. (include area code)
Ph: 435.781.4342
Fx: 435.781.4357

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)

Sec 19 T8S R22E NENE 802FNL 602FEL

806 FNL, 698' FEL

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other Well Spud
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomple horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recomple in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

This well was spud on 5/06/03. Drill 12 1/4" hole to 460'GL. Ran 10 joints 9-5/8" 36# csg to 447'GL.

14. I hereby certify that the foregoing is true and correct.

Electronic Submission #21688 verified by the BLM Well Information System
For QEP UTAH BASIN DIVISION, sent to the Vernal

Name (Printed/Typed) DAHN F. CALDWELL

Title AUTHORIZED REPRESENTATIVE

Signature

(Electronic Submission)

Date 05/12/2003

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved By

Title

RECEIVED

MAY 27 2003

Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Office

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency containing false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

**** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ****

CONFIDENTIAL

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

010

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill or to deepen or reentry to a different reservoir
Use "APPLICATION FOR PERMIT--" for such proposals

SUBMIT IN TRIPLICATE

1. Type of Well

Oil Gas
☒ Well ☐ Well ☐ Other

CONFIDENTIAL

2. Name of Operator

SHENANDOAH ENERGY INC

3. Address and Telephone No

11002 E. 17500 S. VERNAL, UT 84078-8526

(801) 781-4341

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)

NENE 806' FNL, 698 FEL, LOT 5, SECTION 19, T8S, R22E

FORM APPROVED

Budget Bureau No. 1004-0135

Expires: March 31, 1993

5. Lease Designation and Serial No.

UTU-65404

6. If Indian, Allottee or Tribe Name

N/A

7. If Unit or CA, Agreement Designation

GLEN BENCH

8. Well Name and No.

OU GB 1G-19-8-22

9. API Well No.

43-047-34696

10. Field and Pool, or Exploratory Area

GLEN BENCH

11. County or Parish, State

UINTAH, UTAH

12. CHECK APPROPRIATE BOX(S) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION

☐ Notice of Intent
☒ Subsequent Report
☐ Final Abandonment Notice

TYPE OF ACTION

☐ Abandonment
☐ Recompletion
☐ Plugging Back
☐ Casing Repair
☐ Altering Casing
☒ Other METER INSTALLATION
☐ Change of Plans
☐ New Construction
☐ Non-Routine Fracturing
☐ Water Shut-Off
☐ Conversion to Injection
☐ Dispose Water

(Note) Report results of multiple completion on Well Completion or Recompletion Report and Log form.)

13. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work)

Shenandoah Energy Inc. (QEP, Uintah Basin Inc.) has installed a new Autograph meter to measure the lease fuel for the line heater for OU GB 1G-19-8-22.

Electric flow meter (Autograph) SN AO2JZ018

14. I hereby certify that the foregoing is true and correct.

Signed Raleen Searle

Title REGULATORY AFFAIRS ANALYST

Date 7/7/03

(This space for Federal or State office use)

Approved by: _____

Title _____

Date _____

Conditions of approval, if any _____

Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

*See instruction on Reverse Side

RECEIVED

JUL 09 2003

DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB NO. 1004-0135
Expires: November 30, 2000

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill or to re-enter an abandoned well. Use form 3160-3 (APD) for such proposals.

011

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

1. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other		8. Well Name and No. OUGB 1G 19 8 22	
2. Name of Operator SHENANDOAH ENERGY INC.		9. API Well No. 43-047-34696	
3a. Address 11002 EAST 17500 SOUTH VERNAL, UT 84078		10. Field and Pool, or Exploratory GLEN BENCH	
3b. Phone No. (include area code) Ph: 435.781.4306 Fx: 435.781.4329		11. County or Parish, and State UINTAH COUNTY, UT	
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) Sec 19 T8S R22E NENE 806FNL 698FEL			

CONFIDENTIAL

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	Production Start-up
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recompleat horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompleat in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

THIS WELL COMMENCED PRODUCTION ON 6/5/03.

14. I hereby certify that the foregoing is true and correct. Electronic Submission #23701 verified by the BLM Well Information System For SHENANDOAH ENERGY INC., sent to the Vernal	
Name (Printed/Typed) ANN PETRIK	Title ADMINISTRATIVE CONTACT
Signature (Electronic Submission)	Date 06/26/2003
THIS SPACE FOR FEDERAL OR STATE OFFICE USE	
Approved By	Title
Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.	Office

RECEIVED

JUL 10 2003

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

**** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ****

CONFIDENTIAL

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUBMIT IN DUPLICATE

(See other in-
structions on
reverse side).

Form approved.
Budget Bureau No. 1004-0137
Expires August 31, 1985

012

WELL COMPLETION OR RECOMPLETION REPORT AND LOG *

CONFIDENTIAL

1a. TYPE OF WELL

OIL WELL ☒ GAS WELL ☐ DRY ☐

b. TYPE OF COMPLETION

NEW WELL ☒ WORK OVER ☐ DEEP-EN ☐ PLUG BACK ☐ DIFE RESVR ☐ Other ☐

PERIOD

EXPIRED

ON 7-4-04

2. NAME OF OPERATOR

QEP Uinta Basin, Inc.

SHELANDOAH ENERGY INC

CONFIDENTIAL

3. ADDRESS OF OPERATOR

11002 E. 17500 S. VERNAL, UT 84078-8526

435-781-4342 Dahn Caldwell

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements)*

At surface NENE, 806' FNL & 698' FEL

At top rod. interval reported below NENE, 806' FNL & 698' FEL

At total depth NENE, 806' FNL & 698' FEL

5. LEASE DESIGNATION AND SERIAL NO.

UTU-65404

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

N/A

7. UNIT AGREEMENT NAME

N/A

8. FARM OR LEASE NAME

9. WELL NO.

OU GB 1G 19-8-22

10. FIELD AND POOL, OR WILDCAT

NATURAL BUTTES

11. SEC., T., R., M., OR BLOCK AND SURVEY OR AREA

Sec 19 T8S R22E Mer SLB

14. PERMIT NO.

43-047-34696

DATE ISSUED

12. COUNTY OR PARISH

Uintah

13. STATE

UT

15. DATE SPUNDED

05/06/03

16. DATE T.D. REACHED

05/17/03

17. DATE COMPL. (Ready to prod.)

06/04/03

18. ELEVATIONS (DF, RKB, RT, GR, ETC.)*

KB

19. ELEV. CASINGHEAD

20. TOTAL DEPTH, MD & TVD

5075'

21. PLUG BACK T.D., MD & TVD

5020'

22. IF MULTIPLE COMPL., HOW MANY*

23. INTERVALS DRILLED BY

ROTARY TOOLS

CABLE TOOLS

24. PRODUCING INTERVAL(S), OF THIS COMPLETION—TOP, BOTTOM, NAME (MD AND TVD)*

4914' - 4920'

25. WAS DIRECTIONAL SURVEY MADE

No

26. TYPE ELECTRIC AND OTHER LOGS RUN

✓ CBL & COMP NEUTRON - L/GR - AI w/LC/GR - Rec 6-13-03

27. WAS WELL CORED

No

28. CASING RECORD (Report all strings set in well)

CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	CEMENTING RECORD	AMOUNT PULLED
9.625	36.0	463'	12-1/4	175 SXS	
5.50	15.5	5072'	7.875	455 SXS	

29. LINER RECORD

SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT*	SCREEN (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
					2-7/8	4968	

30. TUBING RECORD

31. PERFORATION RECORD (Interval, size and number)

4914' - 4920'

32. ACID, SHOT, FRACTURE, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL (MD)	AMOUNT AND KIND OF MATERIAL USED
4914' - 4920'	Shot & ran pkr in well.
	Perfs were broken down using rig pump.

33.* PRODUCTION

DATE FIRST PRODUCTION		PRODUCTION METHOD (Flowing, gas lift, pumping—size and type of pump)					WELL STATUS (Producing or shut-in)	
6/05/03		Flows from well					Producing	
DATE OF TEST	HOURS TESTED	CHOKE SIZE	PROD'N FOR TEST PERIOD	OIL—BBL.	GAS—MCF.	WATER—BBL.	GAS-OIL RATIO	
6/14/03	24		→	12.7	0	70.9		
FLOW. TUBING PRESS.	CASING PRESSURE	CALCULATED 24-HOUR RATE	OIL—BBL.	GAS—MCF	WATER—BBL	OIL GRAVITY-API (CORR.)		
140	20	→						

34. DISPOSITION OF GAS (Sold, used for fuel, vented, etc.)

Sold

TEST WITNESSED BY

35. LIST OF ATTACHMENTS

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records

SIGNED Jim Sympton (WIS is Down - manual Copy)

TITLE Completion Manager

DATE 8/14/03

(See Instructions and Spaces for Additional Data on Reverse Side)

Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency of the

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AUG 27 2003

DIV. OF OIL, GAS & MINING

37. SUMMARY OF POROUS ZONES: (Show all important zones of porosity and contents thereof, cored intervals; and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures, and recoveries):				38. GEOLOGIC MARKERS		
FORMATION	TOP	BOTTOM	DESCRIPTION, CONTENTS, ETC.	NAME	TOP	
					MEAS. DEPTH	TRUE VERT. DEPTH
Green River	2260	5075		Green River	2260	
				Mahogany	3420	
				Glen Bench Sand	4911	
				TD	5075	

SEI (N4235) to QEP (N2460)

well_name	Sec	T	R	api DOGM	Entity		type	stat		unit_name
BRENNAN BOTTOM 1HG-	18	070S	210E	4304734565		Federal	OW	APD	C	BRENNAN BOTT
OU GB 1G-19-8-22	19	080S	220E	4304734696	13727	Federal	OW	DRL	C	GLEN BENCH EN
STIRRUP U 8W-34-7-21	34	070S	210E	4304734707		Federal	GW	APD	C	STIRRUP



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office
P.O. Box 45155
Salt Lake City, UT 84145-0155

IN REPLY REFER TO
UT-922

June 9, 2003

QEP Uinta Basin, Inc.
1050 17th Street, Suite 500
Denver, Colorado 80265

Re: Glen Bench Enhanced Recovery Unit
Uintah County, Utah

Gentlemen:

On May 30, 2003, we received an indenture dated February 1, 2003, whereby Shenandoah Energy, Inc. changed its name and QEP Uinta Basin, Inc. was designated as Successor Unit Operator for the Glen Bench Enhanced Recovery Unit, Uintah County, Utah.

This indenture was executed by all required parties and the signatory parties have complied with Sections 5 and 6 of the unit agreement. The instrument is hereby approved effective June 9, 2003. In approving this designation, the Authorized Officer neither warrants nor certifies that the designated party has obtained all required approval that would entitle it to conduct operations under Glen Bench Enhanced Recovery Unit Agreement.

Your nationwide (Eastern States) oil and gas bond No. B000024 will be used to cover all operations within the Glen Bench Enhanced Recovery Unit.

It is requested that you notify all interested parties of the name change of unit operator. Copies of the approved instruments are being distributed to the appropriate federal offices, with one copy returned herewith.

Sincerely,

/s/ Robert A. Henricks

Robert A. Henricks
Chief, Branch of Fluid Minerals

Enclosure

bcc: Field Manager - Vernal (w/enclosure)
SITLA
Division of Oil, Gas & Mining
Minerals Adjudication Group
File – Glen Bench Enhanced Recovery Unit (w/enclosure)
Agr. Sec. Chron
Fluid Chron

UT922:TAThompson:tt:6/9/03



CERTIFIED MAIL
RETURN RECEIPT REQUESTED (Z 436 799 441)

QEP Uinta Basin, Inc.

11002 East 17500 South

Vernal, UT 84078

Tel 435 781 4300 • Fax 435 781 4329

November 21, 2003

Mr. Chuck Williams, 8P-W-GW
U.S. EPA, Region VIII
999 18th Street, Suite 300
Denver, Colorado 80202-2466

RE: OUGB 1G-19-8-22
Underground Injection Control Permit Application
Class II Type R

Dear Mr. Williams,

Enclosed is an Underground Injection Control (UIC) Permit Application (including all attachments) to convert the subject well to a Class II Enhanced Oil Recovery injection well.

If you have any questions or concerns regarding this application, I can be reached at 435-781-4308.

Sincerely,

Stephanie L. Tomkinson
Regulatory Affairs Technician

**Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY**

Enclosures:

UIC Permit Application (EPA Form 7520-6)
Outlined Requirements for Form 7520-6 "Attachments"
Attachment B – Area of Review
Attachment C – Corrective Action Plan and AOR Well Data
Attachment H-2 – Unit Wide Fracture Determination
Attachment H-4 – Water Analysis
Attachment M – Wellbore Schematic, Completion Information, and Cement Bond Log
Attachment Q – EPA Form 7520-14 Plugging and Abandonment Plan
Attachment R – Necessary Resources (Bond Information)

cc: Via: CERTIFIED MAIL/RETURN RECEIPT REQUESTED (436 799 445)
Mr. Brad Hill
Department of Natural Resources
Division of Oil, Gas, & Mining
1594 West North Temple, Suite 1210
P.O. Box 145801
Salt Lake City, Utah 84114-5801

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NOV 24 2003

DIV. OF OIL, GAS & MINING



United States Environmental Protection Agency
UNDERGROUND INJECTION CONTROL
PERMIT APPLICATION

*(Collected under the authority of the Safe Drinking
Water Act. Sections 1421, 1422, 40 CFR 144)*

EPA ID NUMBER

U

T/A

C

**READ ATTACHED INSTRUCTIONS BEFORE STARTING
FOR OFFICIAL USE ONLY**

Application Approved mo day year			Date Received mo day year			Permit Number	Well ID	FINDS Number

II. OWNER NAME AND ADDRESS**III. OPERATOR NAME AND ADDRESS**

Owner Name QEP Uinta Basin, Inc.				Operator Name QEP Uinta Basin, Inc.			
Street Address 11002 East 17500 South				Street Address 11002 East 17500 South			
City Vernal		State UT	Zip Code 84078	City Vernal		State UT	Zip Code 84078

IV. Commercial Facility	V. Ownership	VI. Legal Contact	VII. SIC Codes
<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Private <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Owner <input type="checkbox"/> Operator	1311

VIII. Well Status (Mark "X")

<input type="checkbox"/> A. Operating	Date Started mo day year	<input checked="" type="checkbox"/> B. Modification/Conversion	<input type="checkbox"/> C. Proposed

IX. Type of Permit Requested (Mark "X" and specify if required)

<input checked="" type="checkbox"/> A. Individual	<input type="checkbox"/> B. Area	Number of Existing Wells 1	Number of Proposed Wells 1	Name(s) of field(s) or project(s) Glen Bench Unit
---	----------------------------------	--	--	---

X. Class and Type of Well (see reverse)

A. Class(es) (enter code(s)) II	B. Type(s) (enter code(s)) R	C. If class is "other" or type is code "x", explain	D. Number of wells per type (if area permit)
--	---	---	--

XI. Location of Well(s) or Approximate Center of Field or Project**XII. Indian Lands (Mark "X")**

Latitude		Longitude		Township and Range				Feet from				Line		<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Deg	Min	Sec	Deg	Min	Sec	Sec	Twp	Range	¼ Sec	806	N	698	E	

XIII. Attachments

(Complete the following questions on a separate sheet(s) and number accordingly; see instructions)

FOR CLASSES I, II, III (and other classes) complete and submit on separate sheet(s) Attachments A -- U (pp 2-6) as appropriate. Attach maps where required. List attachments by letter which are applicable and are included with your application.

XIV. Certification

I certify under the penalty of law that I have personally examined and am familiar with the information submitted in this document and all attachments and that, based on my inquiry of those individuals immediately responsible for obtaining the information, I believe that the information is true, accurate, and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment. (Ref. 40 CFR 144.32).

A. Name and Title (Type or Print) Stephanie L. Tomkinson, Regulatory Affairs Technician	B. Phone No. (Area Code and No.) 435-781-4308
C. Signature 	D. Date Signed 11/20/03

OUGB 1G-19-8-22
NENE Section 19 T8S R22E SLBM
LOT 5 806FNL 698FEL
Uintah County, Utah
ATTACHMENTS
to
EPA Form 7520-6 (UIC Form 4)

QEP Uinta Basin, Inc. (QEP) is applying to convert the OUGB 1G-19-8-22 into an underground injection control (UIC) well. The well is within the boundaries of an existing, approved Enhanced Recovery Unit (Glen Bench Unit) and was originally drilled to produce from the Green River Formation. All information regarding the OUGB 1G-19-8-22, such as engineering report, maps, well tests, and logs have been submitted to the State of Utah Division of Oil Gas and Mining, Bureau of Land Management, Bureau of Indian Affairs and the Environmental Protection Agency.

A. Area of Review (AOR) Methods

The AOR will be a ¼ mile radius surrounding the subject well.

B. Maps of AOR (see attachment B)

Attached are topographic map (indicating cultural features), well survey plat, and AOR map indicating the proposed injection well and wells in the AOR.

C. Corrective Action Plan and AOR well Data (see attachment C)

Attached is a tabulation of all wells with-in the AOR. Completion and/or plugging data for each well in the AOR is attached. There are no wells in the AOR operating over the fracture pressure of the injection formation.

D. NA

E. Name and Depth of USDW's

Report of water encountered during the drilling of the OUGB 1G-19-8-22 indicates there was no observed fresh water zones encountered while drilling the well. The base of moderately saline water (TDS 10,000 mg/l or less) is derived from USGS Open File Report 87-394/Utah Dept. of Natural Resources Technical Pub. No. 92: Base of Moderately Saline Ground Water in the Uintah Basin. 1987; Howell, L., Longson, M.S., and Hunt, G.L. From this publication and corresponding plates, it appears that the base of moderately saline water is between 3,000' and 4,000' below ground level, which corresponds approximately to the top of the Green River contact in the well at 2478'.

F. NA

G. Geological Data on Injection and Confining Zones

The target injection zone is the interval between 4913' – 4926'. It consists of sandstone interbedded with shales, siltstone and tight carbonates.

The confining zone directly above the injection zone extends from 4624' to 4913'. It consists of shale with interbedded tight mudstones and carbonates. An additional 2172' of intervening strata lies between the top of the confining zone at 4624' and the top of the *Green River* formation at 2478'. The intervening strata consists of tightly interbedded shales, carbonate mudstones, siltstones and sandy limestones.

USDW's in the Uintah formation are protected by cement and confining zones above the injection zone.

H. Operating Data

1) Anticipated maximum daily injection volume.

At this time QEP is requesting to waive the maximum daily volume requirement. Existing injection permits in the area have no daily volume limit requirement in the UIC permit. Please refer to the following final permits:

<u>Well Name</u>	<u>EPA UIC Permit Number</u>
Glen Bench 6-16-8-22	UT2878-04539
Glen Bench 15-19-8-22	UT 2806-04338
Glen Bench 7-16-8-22	UT2803-04335
Glen Bench 22-20-8-22	UT2755-04235
Glen Bench 12-16-8-22	UT2765-04248

2) The estimated injection pressure gradient is based upon existing UIC permitted surface injection pressures within the Glen Bench Unit (0.709). Please refer to EPA document reference number 8P-W-GW *Unit-Wide Fracture Determination in the Glen Bench Enhanced Recovery Unit, Uintah Basin, Utah* (see attachment H-2).

Theoretical maximum allowable surface injection pressure (Pm) is 1331 psig.

$$\begin{aligned} P_m &= \text{maximum pressure at the wellhead} \\ 1.012 &= \text{specific gravity of the injection fluid} \\ 0.709 &= \text{face fracture gradient} \\ 4914' &= \text{depth to top of perforations} \\ 0.433 &= \text{normal pressure gradient} \\ P_m &= [0.709 - 0.433 (1.012)] 4914 = 1331 \text{ psig} \end{aligned}$$

3) The nature of the annulus fluid is described as packer fluid: a mixture of fresh water with scale and corrosion inhibitors.

4) Source and Analysis of the Injection Fluid

The injectate source is the Glen Bench Injection Station, fresh water analysis is attached (see attachment H-4).

I. NA

J. NA

K. NA

L. NA

M. Construction Details (see attachment M for well bore diagram/completion report (CBL) - excluded from this "file copy" but included w/ original copy to EPA. *Alt.*

The well bore profile for the OUGB 1G-19-8-22 shows the current configuration of the well. The string of surface casing consists of 463' of 9 5/8", 36#, K55 pipe, set with 175 sx of class "A regular" cement in a 12 1/4" hole. Cement was circulated to the surface. The production string consists of 5072' of 5 1/2", 15.5#, J55 pipe set with 455 sx of class "A regular" (125 sx poz + 330 sx class A regular) cement in a 7 7/8" hole. The top of cement is estimated from the cement bond log (CBL) to be at 1100'. The CBL also shows the perforated interval 4914' - 4920' or injection zone appears to have an adequate bond. The 2 7/8" tubing is to be secured with a full bore *Arrow Set One* packer, set at approximately 4820' with 15,000# tension.

Procedures to convert the OUGB 1G-19-8-22 to injection would be as follows:

- 1) MIRU, unseat pump. POOH with rods and pump.
- 2) RIH with bit and scraper to PBTD.
- 3) Set retrievable packer at 4820'.
- 4) Perform mechanical integrity test (MIT); if well passes test, surface equipment will be hooked up and the well will be placed on injection status and shut-in pending the approval of the permit to inject.

N. NA

O. NA

P. NA

Q. Plugging and Abandonment Plan (see attachment Q for schematic)

QEP will notify the Director forty-five (45) days before conversion, or abandonment of the well. The Plugging and Abandonment Plan shall be as follows:

MIRU, ND WH & NU BOPE.

Pull downhole equipment PU workstring and clean out to PBTD, circulate hole clean.

Plug #1 PU 5 ½" cast iron bridge plug (CIBP), set CIBP at 4864', dump bail 35' cement plug of approximately 4 sx on top of CIBP 4829' – 4864'.

Note: Cement plugs will be separated by a 9.2 PPG plugging gel (brine water with a gelling agent).

Plug #2 Mahogany Bench estimated at 3260' - 3350'. Set balanced plug of approximately 24 sx cement inside 5 ½" casing to cover Mahogany Bench zone (3210' – 3400') as required by BLM. Pull up hole and circulate tubing to ensure tubing is clear.

Plug #3 Top Green River/Base USDW (2478') – set balanced plug of approximately 13 sx cement inside 5 ½" casing between 2428' and 2528'.

Pressure test casing to 500 psi, perform cementing as necessary to seal off any casing leaks; if no leaks are determined, proceed with the next step.

Plug #4 Surface casing shoe at 462'. Perf and pump cement to fill surface casing annulus and inside of 5 ½" production casing. Set balanced plug of approximately 38 sx cement from 412' – 512'.

Plug #5 Cut off casing 4' below ground level, set balance plug from 0' – 50', 19 sx cement.

Cap and install P&A marker with well data, remove surface equipment, and reclaim location.

R. Necessary Resources

QEP Uinta Basin, Inc., operates this well under EPA UIC Bond Number 04127292 (see attachment R).

S. Aquifer Exemptions

Through an agreement between the State and EPA, the Green River Formation has been previously exempted.

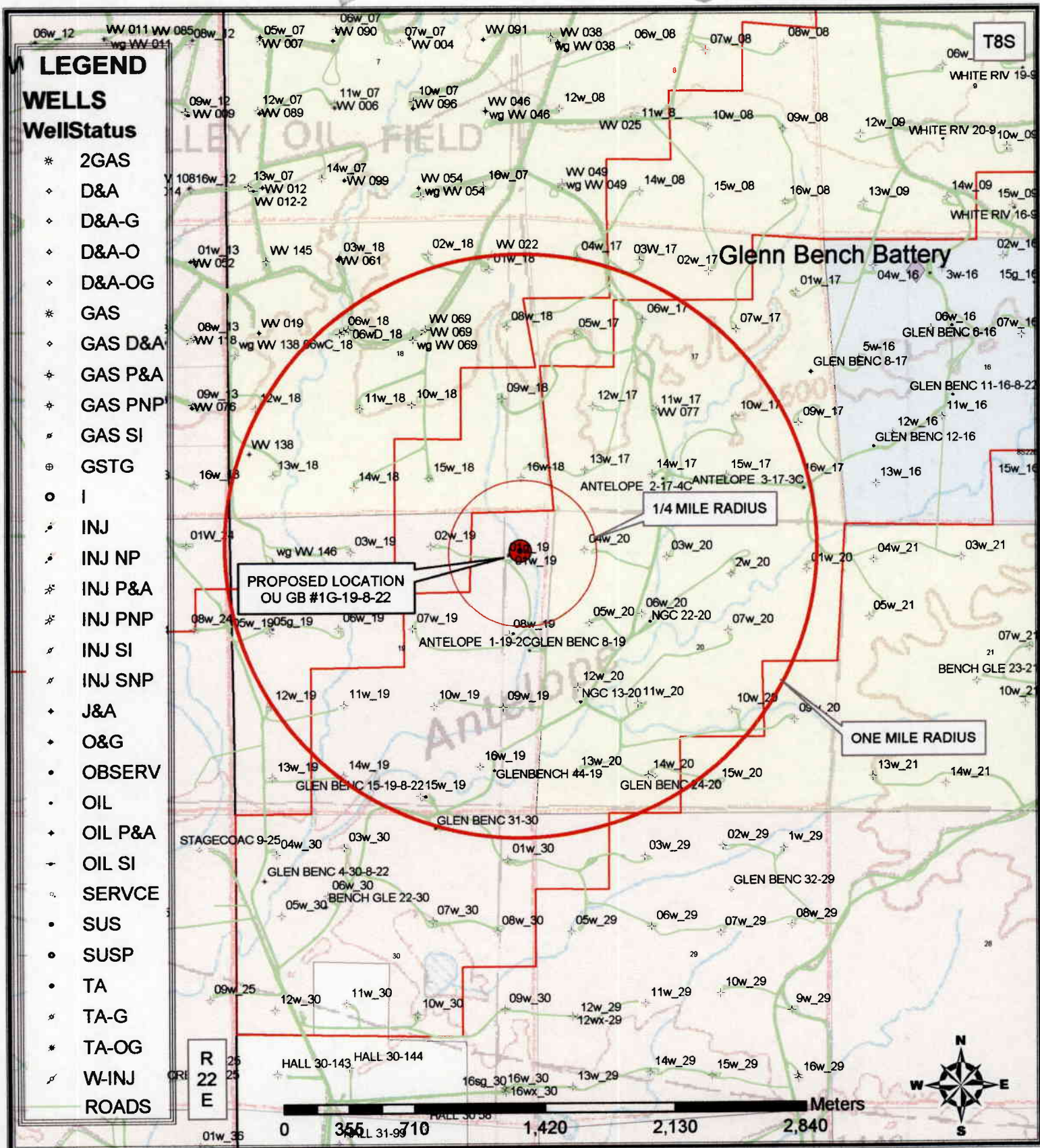
T. List of Existing EPA UIC Permits in the Glen Bench Unit:

<u>Well Name</u>	<u>EPA UIC Permit Number</u>
Glen Bench 6-16-8-22	UT2878-04539

Glen Bench 15-19-8-22	UT 2806-04338
Glen Bench 7-16-8-22	UT2803-04335
Glen Bench 22-20-8-22	UT2755-04235
Glen Bench 12-16-8-22	UT2765-04248

U. Description of Business

QEP Uinta Basin, Inc., engages in the exploration, drilling, and production of crude oil and natural gas in the Rocky Mountain West Region.

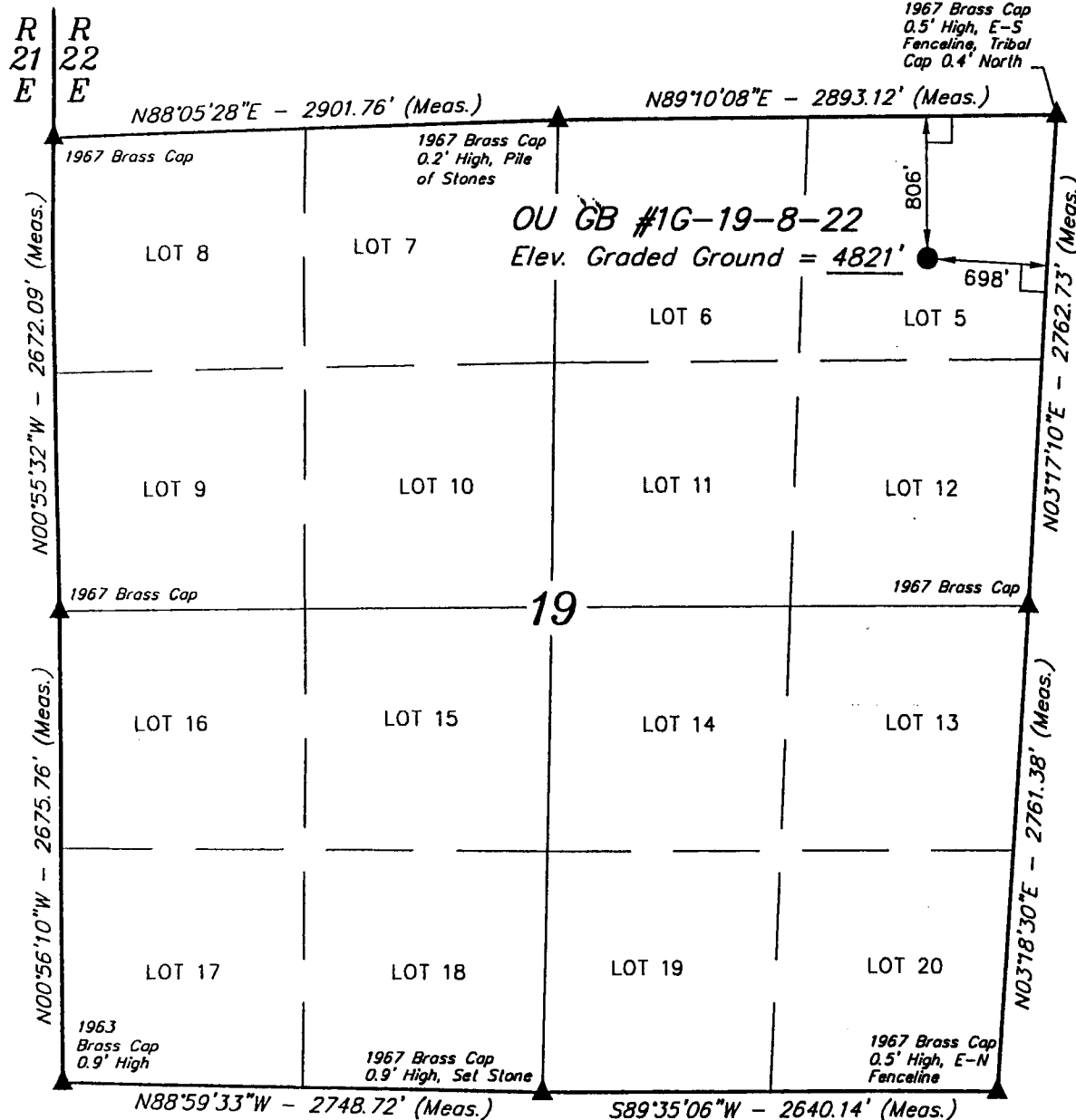


10/22/03

QUESTAR

OU GB #1G-19-8-22
Section 19, T8s, R22E, S.L.B. & M.
802" FNL 692" FEL

T8S, R22E, S.L.B.&M.



QUESTAR EXPLORATION & PRODUCTION

Well location, OU GB #1G-19-8-22, located as shown in the NE 1/4 NE 1/4 of Section 19, T8S, R22E, S.L.B.&M. Uintah County, Utah.

BASIS OF ELEVATION

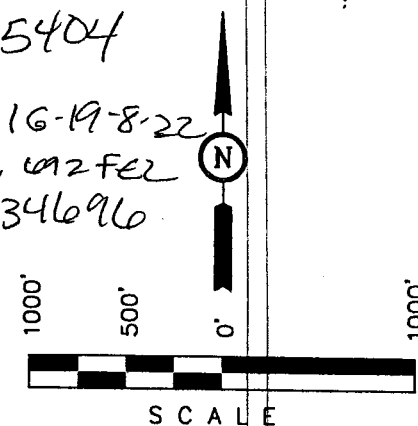
BENCH MARK (20EAM) LOCATED IN THE SE 1/4 OF SECTION 35, T8S, R21E, S.L.B.&M. TAKEN FROM THE OURAY SE QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE SERIES (TOPOGRAPHICAL MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4697 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

U+U-65404

OU GB 1G-19-8-22
802 FNL, 02 FEL
43.047.34696



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF

Robert H. Hays
REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

REVISED: 04-25-03 D.COX

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 7-18-02	DATE DRAWN: 7-19-02
PARTY D.A. J.A. C.G.	REFERENCES G.L.O. PLAT	
WEATHER HOT	FILE QUESTAR EXPLORATION & PRODUCTION	

LEGEND:

— = 90° SYMBOL

● = PROPOSED WELL HEAD.

▲ = SECTION CORNERS LOCATED.

(NAD 83)
LATITUDE = 40°06'52.82" (40.114672)
LONGITUDE = 109°28'29.52" (109.474867)

Attachment C

Attachment Part C: Corrective Action Plan and AOR Well Data AOR Wells Within 1/4 Mile Radius of OUGB 1G-19-8-22

Well Name & Number	Status	Location	API#	Comp Date	Top Perf	Bottom Perf	PBTD
OUGB 1W-19-8-22	Active-Gas	774' FNL, 651' FEL, NENE, SECTION 19, T8S, R22E, SLBM	43-047-34512	5/23/2002	6914'	7152'	7408'
OUGB 4W-20-8-22	Active-Gas	691' FNL, 653' FWL, NWNW, SECTION 20, T8S, R22E, SLBM	43-047-34043	7/29/2002	6496'	6910'	7562'

ATTACHMENT C

OUGB # 1W-19-8-22
Natural Buttes
774' FNL, 651' FEL
NE $\frac{1}{4}$ NE $\frac{1}{4}$ S19-T8S-R22E
Uintah County, Utah

API#: 43-047-34512
 LEASE NUMBER: U-65404
 GL ELEVATION: 4819'
 KB ELEVATION: 4833'
 TD: 7500'
 Original PBTD: 7408'
 Current PBTD: 7408'
 Spud Date: 04/23/2002
 Drill Rig Spud: 04/29/2002
 TD Reached: 05/05/2002
 First Production: 05/24/2002

CASING DETAIL

Surface Casing

12 $\frac{1}{4}$ " Borehole
 11 jts - 9 $\frac{5}{8}$ ", 36#, K-55, LT&C @ 466'
 Cmt'd w/ 175 sxs Prem Plus

Production Casing

7 $\frac{7}{8}$ " Borehole
 11 jts - 4 $\frac{1}{2}$ " 11.6# M-80 LT&C
 162 jts - 4 $\frac{1}{2}$ " 11.6# J-55 LT&C
 Float Collar @ 7456' Shoe Set @ 7500'
 Cmt'd w/ 740 sxs HiFill Mod lead and 310 sxs 50/50 Pozmix tail
 TOC Lead @ ~ 900' by CBL

TUBING DETAIL:

See wellbore schematic

PERFORATION DETAIL:

Open Perfs	Stimulation				Perf Status	
6914'-6932'	Frac w/	94,000	Lbs in	36,100	Gals	open
7106'-7112'	} Frac w/	106,000	Lbs in	42,400	Gals	open
7130'-7140'						open
7148'-7152'						open
Total SLF		200,000	Lbs in	78,500	Gals	

OUGB # 1W-19-8-22

WELL HISTORY:

Initial Completion: 05/17/2002 – 05/23/2002

Ran CBL/VDL/GR logs. Perf 7152' to 7106' gross interval. Frac w/ Delta Frac 200 containing 106,000# ²⁰/₄₀ sand in 42,400 gals at ATR = 33 BPM, ATP = 1880 psig, ISIP= 1122 psig. Perf 6914'-6932' interval. Frac w/ Delta Frac 200 containing 94,000# ²⁰/₄₀ sand in 36,100 gals at ATR = 25 BPM, ATP = 1645 psig, ISIP= 1750 psig. ONSICP = 400 psig. C/O to PBTD @ 7408'. Land prod tubing w/ EOT @ 7090'. Kickoff well and test on ²⁴/₆₄" choke w/ FTP= 825 psig, SICP= 1175 psig. TWOTP.
IPF (05/25/02) 2,023 Mcfpd, 4 BCPD, 3 BWPD on ²⁷/₆₄" choke w/ FTP= 638 psig, SICP= 958 psig.
First production on 05/24/2002.

FIELD: Natural Buttes		G 4,819 ' KBE: 4,833 '	Start Date: 05/17/02	Finish Date: 05/23/02
Well: OUGB # 1W-19-8-22		TD: 7,500 ' PBTD: 7,408 '	Current Well Status: Producing Gas Well	
Location: NE¼NE¼ S19-T85-R22E Uintah County, Utah		API #: 43-047-34512 Lease #: U-65404		

Wellbore Schematic

Surface casing
 Size: 9 5/8"
 Weight 36#
 Grade: K-55
 Cmtd w/ 175 sxs
 Hole size: 12 1/4"
 Set @ 466'

EXCLUDED PERFS

TOC @ 900 '

OPEN PERFS

6914'-6932' Wasatch

F Nipple @ 7060 '
EOT @ 7090 '

7106'-7112' Wasatch
7130'-7140' Wasatch
7148'-7152' Wasatch

Reason for Pull/Workover:
NEW WASATCH COMPLETION

Tubing Landing Detail:

Description	Size	Footage	Depth
KB to Tbg Head		14.00	14.00
Hanger			
219 jts - 2 3/8" J-55 tubing	2 3/8"		
F Nipple (1.81" ID)	2 3/8"		7,060.00
1 jts - 2 3/8" J-55 tubing	2 3/8"		
Pumpoff bitsub			7,090.00
EOT @			7,090.00

TUBING INFORMATION

Condition: _____

New: ☒ Used: _____ Rerun: _____

Grade: J-55

Weight (#/ft): 4.7

Wellhead Detail:

7 1/16" 2000# _____

7 1/16" 3000# ☒

7 1/16" 5000# _____

Other: _____

Hanger: Yes ☒ No _____

SUMMARY
Initial Completion: 05/17/2002 - 05/23/2002

Ran CBL/VDL/GR logs. Perf 7152' to 7106' gross interval. Frac w/ Delta Frac 200 containing 106,000# ^{20/40} sand in 42,400 gals at ATR = 33 BPM, ATP = 1880 psig, ISIP= 1122 psig. Perf 6914'-6932' interval. Frac w/ Delta Frac 200 containing 94,000# ^{20/40} sand in 36,100 gals at ATR = 25 BPM, ATP = 1645 psig, ISIP= 1750 psig. ONSICP = 400 psig. C/O to PBTD @ 7408'. Land prod tubing w/ EOT @ 7090'. Kickoff well and test on ^{20/64}" choke w/ FTP= 825 psig, SICP= 1175 psig. TWOTP.

IPF (05/25/02) 2,023 Mcf/d, 4 BCPD, 3 BWPD on ^{20/64}" choke w/ FTP= 638 psig, SICP= 958 psig.

First production on 05/24/2002.

Production Casing
 Size: 4 1/2"
 Weight 11.6# M-80 & J-55
 Cmtd w/ 1050 sxs
 Hole size 7 7/8"
 Set @ 7500'

PBTD @ 7408 '
TD @ 7500 '

Prepared By: J.T. Conley

Date: 07/25/02

OU GB 4W 20-8-22
Natural Buttes
691' FNL, 653' FWL
NW¹/₄NW¹/₄ S20-T8S-R22E
Uintah County, Utah

API#: 43-047-34043
 LEASE NUMBER: U-69001
 GL ELEVATION: 4817'
 KB ELEVATION: 4831'
 TD: 7675'
 Original PBSD: 7630' FC
 Current PBSD: 7562'
 Spud Date: 06/16/2002
 Drill Rig Spud: 06/24/2002
 TD Reached: 06/29/2002
 First Production: 07/30/2002

CASING DETAIL

Surface Casing

12¹/₄" Borehole
 10 jts - 9 ⁵/₈", 36#, K-55, LT&C @ 459' KB
 Cmt'd w/ 175 sxs Prem Plus

Production Casing

7 ⁷/₈" Borehole
 18 jts - 4¹/₂" 11.6# M-80 LT&C
 157 jts - 4¹/₂" 11.6# J-55 LT&C
 Float Collar @ 7630' Shoe Set @ 7675'
 Cmt'd w/ 639 sxs HiFill Lite lead and 790 sxs 50/50 Pozmix tail
 TOC Lead @ ~ Not Obvious

TUBING DETAIL:

See wellbore schematic

PERFORATION DETAIL:

<u>Open Perfs</u>	<u>Stimulation</u>				
6496' - 6506'	Frac w/	80,000	Lbs in	29,694	Gals
6898' - 6910'	Frac w/	70,000	Lbs in	35,868	Gals
Total SLF		150,000	Lbs in	65,562	Gals

OU GB 4W 20-8-22

WELL HISTORY:

Initial Completion: 7/22/2002 – 7/29/2002

Ran CBL/VDL/GR log. Perf 7298' – 7308'. Frac w/ Delta Frac 200 containing estimated 14,500# of $^{20}/_{40}$ sand in formation & 15,400# of sand in casing. The well screened out @ a maximum psi of 3500#. Recovered frac fluid & a considerable amt of sand. Perf 6898' – 6910'. Frac w/ Delta Frac 200 containing 70,000# $^{20}/_{40}$ sand in 35,868 gals at ATR = 32 BPM, ATP = 2600 psig, ISIP = 1560 psi. Perf 6496' – 6506'. Frac w/ Delta Frac 200 containing 80,000# $^{20}/_{40}$ sand in 29,694 gals at ATR = 25 BPM, ATP = 1800 psig, ISIP = 1915 psi.

ONSICP = 1475 psig. C/O to PBTD @ 7562'. Land prod tubing w/ EOT @ 6876'. Swab & Kickoff flowing. Test on $^{24}/_{64}$ " choke w/ FTP = 850 psig & SICP = 1100 psig. TWOTP.

IPF (8/03/02) 1,181 MCFPD, 1.5 BOPD, 4 BWPD on $^{12}/_{64}$ " choke w/ FTP = 1251 psig, SICP = 1334 psig. First production on 7/30/2002.

FIELD: Natural Buttes	GL: 4817'	KBE: 4831'	Spud Date: 6/16/02	Completion Date: 7/29/02
Well: OU GB 4W 20-8-22	TD: 7675'	PBTD: 7562'	Current Well Status: Producing Gas	
Location: NWNW 691' FNL, 653' FWL API#: 43-047-34043 Uintah County, Utah			Reason for Pull/Workover: Initial Completion Gas Well	

Wellbore Schematic
<p>Surface casing Size: 9 5/8" Weight: 36# Grade: K-55 Cmtd w/ 175 sxs</p> <p>Hole size: 12 1/4" Set @ 459' KB</p> <p style="text-align: right;">TOC @ Not Obvious</p> <p><u>EXCLUDED PERFS</u></p> <p style="text-align: right;"><u>OPEN PERFS</u></p> <p style="text-align: right;">Wasatch</p> <p style="text-align: right;">Wasatch</p>

Tubing Landing Detail:

Description	Size	Footage	Depth
KB		14.00	14.00
2 3/8" Bowl Hanger	2 3/8"	0.75	14.75
212 - Jts J-55 Tbg	2 3/8"	6,827.88	6,842.63
1.81 "F" Nipple	2 3/8"	0.91	6,843.54
1 Jt J-55 Tbg	2 3/8"	32.20	6,875.74
P.O. Sub		0.92	6,876.66
EOT @			6,876.66

TUBING INFORMATION

Condition: _____

New: X Used: _____ Rerun: _____

Grade: J-55 EUE 8rd

Weight (#/ft): 4.7#

Sucker Rod Detail:

Size	#Rods	Rod Type

Rod Information

Condition: _____

New: _____ Used: _____ Rerun: _____

Grade: _____

Manufacture: _____

Pump Information:

API Designation _____

Example: 25 x 150 x RHAC X 20 X 6 X 2

Pump SN#: _____ Original Run Date: _____

RERUN _____ NEW RUN _____

ESP Well **Flowing Well**

Cable Size: _____ SN @ _____ 6843'

Pump Intake @ _____ PKR @ _____

End of Pump @ _____ EOT @ _____ 6877'



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APR 23 2002

Ref: 8P-W-GW

CERTIFIED MAILRETURN RECEIPT REQUESTED

Mr. Scott M. Webb
 Regulatory Coordinator
 Shenandoah Energy Inc.
 475 Seventeenth Street
 Denver, CO 80202

RE: UNDERGROUND INJECTION CONTROL (UIC)
 Shenandoah Energy Inc. Request for
REFER TO THE → Unit-Wide Fracture Determination in
the Glen Bench Enhanced Recovery
 Unit, Uinta Basin, Utah

Dear Mr. Webb:

Thank you for providing additional information that supports your request of March 14, 2002, that the Environmental Protection Agency (EPA) consider using a standard Unit-wide fracture gradient (FG) for determining the maximum allowable surface injection pressure (MAIP) for EPA regulated injection wells in the Glen Bench Enhanced Recovery Unit, Uinta Basin, Utah.

Shenandoah Energy Inc. (Shenandoah) originally made this request in a letter dated August 19, 2001. The EPA denied that request stating that Step-Rate Test (SRT) data supplied at that time, from all five existing injection wells in the Glen Bench Unit, demonstrated too wide of a spread in values to consider standardizing the fracture gradient across the Unit. Shenandoah noted that several of the SRT data sets were several years old; had been acquired soon after injection commenced into a depleted zone; and probably were not representative of the actual present reservoir conditions. Subsequently, Shenandoah ran new SRTs on two (2) wells to provide updated injection zone data to determine current reservoir conditions after several years of injection.

EPA has reviewed the new data, and based upon that review the EPA has determined that a Unit-wide fracture gradient could reasonably be used by the Director to determine the MAIP for EPA regulated injection wells in the Glen Bench Enhanced Recovery Unit. According to EPA analysis, a fracture gradient of 0.709 psi/ft may be considered a reasonable average Unit-wide fracture gradient that could be used by the Director to determine a MAIP that will assure that the pressure during injection does not initiate new fractures or propagate existing fractures in the



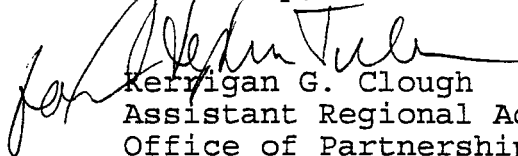
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confining zone adjacent to underground sources of drinking water, pursuant to 40 CFR § 146.23(a)(1).

Accordingly, a new MAIP has been determined for the five (5) regulated injection wells in the Glen Bench Enhanced Recovery Unit. Each new MAIP has been calculated using a fracture gradient of 0.709 psi/ft, a Specific gravity of 1.012, and the depth to the top perforation for each individual injection well. A Minor Permit Modification has been made to each injection well Permit in order to incorporate the changes discussed herein, and a copy of each Minor Permit Modification is enclosed with this letter.

If you have any questions regarding this decision, you may contact Dan Jackson, of my staff, at 800.227.8917, Ext. 6155.

Sincerely,



Kerrigan G. Clough
Assistant Regional Administrator
Office of Partnerships and
Regulatory Assistance

encl: Minor Permit Modifications:

Glen Bench Fed. No. 22-20 Permit No. UT20755-04235
Glen Bench State No. 12-16 Permit No. UT20765-04248
Glen Bench State No. 7-16 Permit No. UT20803-04335
Glen Bench Unit No. 15-19-8-22 Permit No. 20806-04338
Glen Bench State No. 6-16 Permit No. UT20878-04539

Addendum to a Statement of Basis

cc w/encl: Mr. D. Floyd Wopsock, Chairman
Uintah & Ouray Business Council
Ute Indian Tribe

Ms. Elaine Willie, Environmental Director
Ute Indian Tribe

Superintendent
BIA - Uinta & Ouray Indian Agency

Mr. Gil Hunt
Utah Division of Oil, Gas, and Mining

Mr. Jerry Kenczka
BLM - Vernal, Utah

Mr. Nathan Wiser
8ENF-T



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MINOR PERMIT MODIFICATION NO. 1
to the
EPA PERMIT NO. UT20755-04235
(A CLASS II ENHANCED RECOVERY INJECTION WELL)
for
SHENANDOAH ENERGY, INC.
GLEN BENCH FEDERAL NO. 22-20
SE NW SECTION 20 - T8S - R22E
UINTAH COUNTY, UTAH

Pursuant to Part III., Section B. 1., of the above-referenced underground injection control (UIC) Permit, a Minor Modification No. 1 to said Permit is to be made. Changes to the original version of the Final Permit **Part II, Section 4. (b)** (Injection Pressure Limitation) is as follows:

ORIGINAL VERSION.

PART II. SPECIFIC PERMIT CONDITIONS

C. WELL OPERATION

4. Injection Pressure Limitation

- (b) The exact pressure limit may be **increased or decreased** by the Director in order to ensure that the requirements in paragraph (a) are fulfilled. In order to determine an exact pressure limit, the permittee shall conduct a step rate injection test or other authorized well test(s) that will serve to determine the fracture pressures of the injection zone. Test procedures shall be pre-approved in writing by the Director. The Director will specify in writing, to the permittee, any increase or decrease to the injection pressure based upon the test results and/or other parameters reflecting actual injection operations. Until such time that this demonstration and approval is made, the initial injection pressure, measured at the surface, shall not exceed 914 psig.



IS MODIFIED TO READ.

PART II. SPECIFIC PERMIT CONDITIONS

C. WELL OPERATION

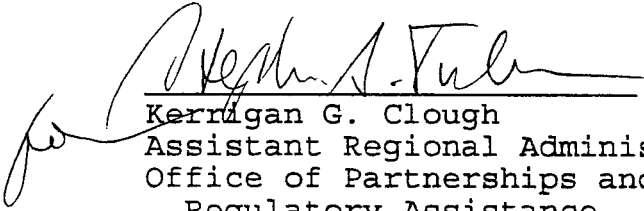
4. Injection Pressure Limitation.

- (b) The exact pressure limit may be increased or decreased by the Director in order to ensure that the requirements in paragraph (a) are fulfilled. In order to determine an exact pressure limit, the permittee shall conduct a step rate injection test or other authorized well test(s) that will serve to determine the fracture pressures of the injection zone. Test procedures shall be pre-approved in writing by the Director. The Director will specify in writing, to the permittee, any increase or decrease to the injection pressure based upon the test results and/or other parameters reflecting actual injection operations. Until such time that this demonstration and approval is made, the initial injection pressure, measured at the surface, shall not exceed 1315 psig.

All other provisions and conditions of the Final Permit UT20755-04235 remain as originally issued.

APR 23 2002

Date


Kerrigan G. Clough
Assistant Regional Administrator
Office of Partnerships and
Regulatory Assistance

**Determination of Standard Fracture Gradient in the
Glen Bench Enhanced Recovery Unit**

The Glen Bench Enhanced Recovery Unit trends SW-NE and is approximately 5 miles long by 1.5 miles wide. The Unit is operated by Shenandoah Resources, Inc., and has been undergoing enhanced recovery water flood production since at least 1994. At present there are five enhanced recovery injection wells, 16 production wells, and three abandoned wells in the unit. Injection wells inject approximately 10,000 to 12,000 bbl of fluid each month each. The injection fluid is made up of produced recycled water from Glen Bench Unit production wells, at an average specific gravity of 1.012 g/cc and an approximate average total dissolved solids content of between 5000 to 6000 mg/l.

The enhanced recovery injection zone, a relatively thin sand unit of the Green River Formation approximately 10' to 15' thick with porosity between 8 and 13 percent, occurs at depths between approximately 4750' to 5100' as measured from surface. The lowermost potential USDW's occur approximately 2700' to 2800' below surface in this area in discontinuous sand stringers of the Uinta Formation. A 200' to 300' thick confining interval composed of interbedded shales and siltstones overlies the injection zone, which in turn is overlain by approximately 1000' of upper Green River Formation shales, siltstones and sands.

Over the past seven years, at least five step rate tests have been performed to determine the formation parting pressure in the injection zone and the fracture gradient (Fg) for each injection well. Review of these test results indicate formation fracture parting pressure gradients range from between 0.623 to 0.837 psi/ft.

Based on these SRT data, the EPA has determined that an average fracture gradient of 0.709 psi/ft could reasonably be used by the Director to determine the MAIP for EPA regulated injection wells in the Glen Bench Unit at this time. This determination is based on an acceptable limited variance of formation fracture parting pressure gradients from these SRT results, the thickness and geologic character of the confining zone in this area, and the interpretation that injection under injection pressure conditions derived from this fracture gradient would not initiate new or propagate existing fractures in the confining zone so that it will continue to provide an effective barrier to prevent fluid flow out of the injection zone into USDW's. Results are tabulated below.

Well	Test Date	Interval	ISIP / Chart (in psi)	Calculated Fg (in psi/ft)	New MAIP at Fg = 0.709	Previous MAIP
#6-16	Dec 23, 1999	5106' - 5111'	1230 / 940	0.623	1385	945
#15-19	Feb 7, 2002	4759' - 4765'	1900 / 2050	0.837	1290	985
#7-16	Jul 10, 2001	5070' - 5074'	1610 / 1540	0.741	1375	684
#22-20	Jul 10, 2001	4850' - 4856'	1297 / 1395	0.705	1315	914
#12-16	Dec 23, 1995	4960' - 4965'	550 / 770	0.637	1345	984



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MINOR PERMIT MODIFICATION NO. 1
to the
EPA PERMIT NO. UT20765-04248
(A CLASS II ENHANCED RECOVERY INJECTION WELL)
for
SHENANDOAH ENERGY, INC.
GLEN BENCH STATE NO. 12-16
NW SW SECTION 16 - T8S - R22E
UINTAH COUNTY, UTAH

Pursuant to Part III., Section B. 1., of the above-referenced underground injection control (UIC) Permit, a Minor Modification No. 1 to said Permit is to be made. Changes to the original version of the Final Permit Part II, Section 4. (b) (Injection Pressure Limitation) is as follows:

ORIGINAL VERSION.

PART II. SPECIFIC PERMIT CONDITIONS

C. WELL OPERATION

4. Injection Pressure Limitation

- (b) The exact pressure limit may be **increased or decreased** by the Director in order to ensure that the requirements in paragraph (a) are fulfilled. In order to determine an exact pressure limit, the permittee shall conduct a step rate injection test or other authorized well test(s) that will serve to determine the fracture pressure of the injection zone. Test procedures shall be pre-approved in writing by the Director. The Director will specify in writing, to the permittee, any increase or decrease to the injection pressure based upon the test results and/or other parameters reflecting actual injection operations. Until such time that this demonstration and approval is made, the initial injection pressure, measured at the surface, shall not exceed 984 psig.



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IS MODIFIED TO READ.

PART II. SPECIFIC PERMIT CONDITIONS

C. WELL OPERATION

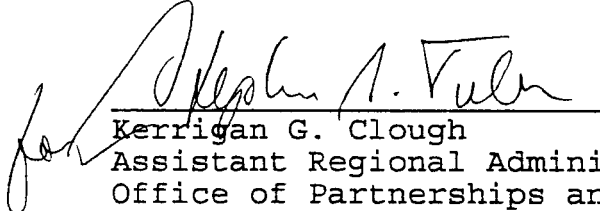
4. Injection Pressure Limitation.

- (b) The exact pressure limit may be increased or decreased by the Director in order to ensure that the requirements in paragraph (a) are fulfilled. In order to determine an exact pressure limit, the permittee shall conduct a step rate injection test or other authorized well test(s) that will serve to determine the fracture pressures of the injection zone. Test procedures shall be pre-approved in writing by the Director. The Director will specify in writing, to the permittee, any increase or decrease to the injection pressure based upon the test results and/or other parameters reflecting actual injection operations. Until such time that this demonstration and approval is made, the initial injection pressure, measured at the surface, shall not exceed 1345 psig.

All other provisions and conditions of the Final Permit UT20765-04248 remain as originally issued.

APR 23 2002

Date


Kerrigan G. Clough
Assistant Regional Administrator
Office of Partnerships and
Regulatory Assistance

**Determination of Standard Fracture Gradient in the
Glen Bench Enhanced Recovery Unit**

The Glen Bench Enhanced Recovery Unit trends SW-NE and is approximately 5 miles long by 1.5 miles wide. The Unit is operated by Shenandoah Resources, Inc., and has been undergoing enhanced recovery water flood production since at least 1994. At present there are five enhanced recovery injection wells, 16 production wells, and three abandoned wells in the unit. Injection wells inject approximately 10,000 to 12,000 bbl of fluid each month each. The injection fluid is made up of produced recycled water from Glen Bench Unit production wells, at an average specific gravity of 1.012 g/cc and an approximate average total dissolved solids content of between 5000 to 6000 mg/l.

The enhanced recovery injection zone, a relatively thin sand unit of the Green River Formation approximately 10' to 15' thick with porosity between 8 and 13 percent, occurs at depths between approximately 4750' to 5100' as measured from surface. The lowermost potential USDW's occur approximately 2700' to 2800' below surface in this area in discontinuous sand stringers of the Uinta Formation. A 200' to 300' thick confining interval composed of interbedded shales and siltstones overlies the injection zone, which in turn is overlain by approximately 1000' of upper Green River Formation shales, siltstones and sands.

Over the past seven years, at least five step rate tests have been performed to determine the formation parting pressure in the injection zone and the fracture gradient (Fg) for each injection well. Review of these test results indicate formation fracture parting pressure gradients range from between 0.623 to 0.837 psi/ft.

Based on these SRT data, the EPA has determined that an average fracture gradient of 0.709 psi/ft could reasonably be used by the Director to determine the MAIP for EPA regulated injection wells in the Glen Bench Unit at this time. This determination is based on an acceptable limited variance of formation fracture parting pressure gradients from these SRT results, the thickness and geologic character of the confining zone in this area, and the interpretation that injection under injection pressure conditions derived from this fracture gradient would not initiate new or propagate existing fractures in the confining zone so that it will continue to provide an effective barrier to prevent fluid flow out of the injection zone into USDW's. Results are tabulated below.

Well	Test Date	Interval	ISIP / Chart (in psi)	Calculated Fg (in psi/ft)	New MAIP at Fg = 0.709	Previous MAIP
#6-16	Dec 23, 1999	5106' - 5111'	1230 / 940	0.623	1385	945
#15-19	Feb 7, 2002	4759' - 4765'	1900 / 2050	0.837	1290	985
#7-16	Jul 10, 2001	5070' - 5074'	1610 / 1540	0.741	1375	684
#22-20	Jul 10, 2001	4850' - 4856'	1297 / 1395	0.705	1315	914
#12-16	Dec 23, 1995	4960' - 4965'	550 / 770	0.637	1345	984



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MINOR PERMIT MODIFICATION NO. 1
to the
EPA PERMIT NO. UT20803-04335
(A CLASS II ENHANCED RECOVERY INJECTION WELL)
for
SHENANDOAH ENERGY, INC.
GLEN BENCH STATE NO. 7-16
SW NE SECTION 16 - T8S - R22E
UINTAH COUNTY, UTAH

Pursuant to Part III., Section B. 1., of the above-referenced underground injection control (UIC) Permit, a Minor Modification No. 1 to said Permit is to be made. Changes to the original version of the Final Permit Part II, Section 4. (b) (Injection Pressure Limitation) is as follows:

ORIGINAL VERSION.

PART II. SPECIFIC PERMIT CONDITIONS

C. WELL OPERATION

4. Injection Pressure Limitation

- (b) The exact pressure limit may be **increased** or **decreased** by the Director in order to ensure that the requirements in paragraph (a) are fulfilled. In order to determine an exact pressure limit, the permittee shall conduct a step rate injection test or other authorized well test(s) that will serve to determine the fracture pressure of the injection zone. Test procedures shall be pre-approved in writing by the Director. The Director will specify in writing, to the permittee, any increase or decrease to the injection pressure based upon the test results and/or other parameters reflecting actual injection operations. Until such time that this demonstration and approval is made, the initial injection pressure, measured at the surface, shall not exceed 684 psig.



IS MODIFIED TO READ.

PART II. SPECIFIC PERMIT CONDITIONS

C. WELL OPERATION

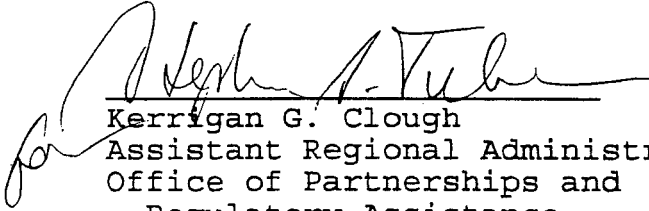
4. Injection Pressure Limitation.

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All other provisions and conditions of the Final Permit UT20803-04335 remain as originally issued.

APR 23 2002

Date


Kerrigan G. Clough
Assistant Regional Administrator
Office of Partnerships and
Regulatory Assistance

**Determination of Standard Fracture Gradient in the
Glen Bench Enhanced Recovery Unit**

The Glen Bench Enhanced Recovery Unit trends SW-NE and is approximately 5 miles long by 1.5 miles wide. The Unit is operated by Shenandoah Resources, Inc., and has been undergoing enhanced recovery water flood production since at least 1994. At present there are five enhanced recovery injection wells, 16 production wells, and three abandoned wells in the unit. Injection wells inject approximately 10,000 to 12,000 bbl of fluid each month each. The injection fluid is made up of produced recycled water from Glen Bench Unit production wells, at an average specific gravity of 1.012 g/cc and an approximate average total dissolved solids content of between 5000 to 6000 mg/l.

The enhanced recovery injection zone, a relatively thin sand unit of the Green River Formation approximately 10' to 15' thick with porosity between 8 and 13 percent, occurs at depths between approximately 4750' to 5100' as measured from surface. The lowermost potential USDW's occur approximately 2700' to 2800' below surface in this area in discontinuous sand stringers of the Uinta Formation. A 200' to 300' thick confining interval composed of interbedded shales and siltstones overlies the injection zone, which in turn is overlain by approximately 1000' of upper Green River Formation shales, siltstones and sands.

Over the past seven years, at least five step rate tests have been performed to determine the formation parting pressure in the injection zone and the fracture gradient (Fg) for each injection well. Review of these test results indicate formation fracture parting pressure gradients range from between 0.623 to 0.837 psi/ft.

Based on these SRT data, the EPA has determined that an average fracture gradient of 0.709 psi/ft could reasonably be used by the Director to determine the MAIP for EPA regulated injection wells in the Glen Bench Unit at this time. This determination is based on an acceptable limited variance of formation fracture parting pressure gradients from these SRT results, the thickness and geologic character of the confining zone in this area, and the interpretation that injection under injection pressure conditions derived from this fracture gradient would not initiate new or propagate existing fractures in the confining zone so that it will continue to provide an effective barrier to prevent fluid flow out of the injection zone into USDW's. Results are tabulated below.

Well	Test Date	Interval	ISIP / Chart (in psi)	Calculated Fg (in psi/ft)	New MAIP at Fg = 0.709	Previous MAIP
#6-16	Dec 23, 1999	5106' - 5111'	1230 / 940	0.623	1385	945
#15-19	Feb 7, 2002	4759' - 4765'	1900 / 2050	0.837	1290	985
#7-16	Jul 10, 2001	5070' - 5074'	1610 / 1540	0.741	1375	684
#22-20	Jul 10, 2001	4850' - 4856'	1297 / 1395	0.705	1315	914
#12-16	Dec 23, 1995	4960' - 4965'	550 / 770	0.637	1345	984



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

REGION 8
999 18TH STREET - SUITE 300
DENVER, CO 80202-2466
Phone 800-227-8917
<http://www.epa.gov/region08>

MINOR PERMIT MODIFICATION NO. 1
to the
EPA PERMIT NO. UT20806-04338
(A CLASS II ENHANCED RECOVERY INJECTION WELL)
for
SHENANDOAH ENERGY, INC.
GLEN BENCH UNIT NO. 15-19-8-22
SW SE SECTION 19 - T8S - R22E
UINTAH COUNTY, UTAH

Pursuant to Part III., Section B. 1., of the above-referenced underground injection control (UIC) Permit, a Minor Modification No. 1 to said Permit is to be made. Changes to the original version of the Final Permit **Part II, Section 4. (b)** (Injection Pressure Limitation) is as follows:

ORIGINAL VERSION.

PART II. SPECIFIC PERMIT CONDITIONS

C. WELL OPERATION

4. Injection Pressure Limitation

- (b) The exact pressure limit may be **increased** or **decreased** by the Director in order to ensure that the requirements in paragraph (a) are fulfilled. In order to determine an exact pressure limit, the permittee shall conduct a step rate injection test or other authorized well test(s) that will serve to determine the fracture pressure of the injection zone. Test procedures shall be pre-approved in writing by the Director. The Director will specify in writing, to the permittee, any increase or decrease to the injection pressure based upon the test results and/or other parameters reflecting actual injection operations. Until such time that this demonstration and approval is made, the initial injection pressure, measured at the surface, shall not exceed 985 psig.



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IS MODIFIED TO READ.

PART II. SPECIFIC PERMIT CONDITIONS

C. WELL OPERATION

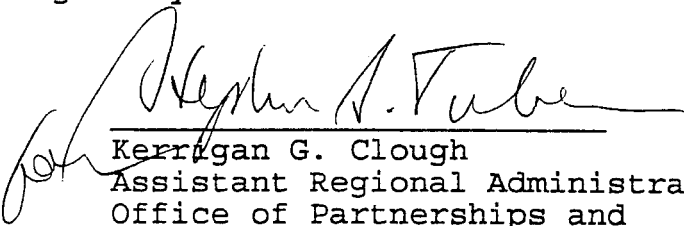
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All other provisions and conditions of the Final Permit UT20806-04338 remain as originally issued.

APR 23 2002

Date


Kerrigan G. Clough
Assistant Regional Administrator
Office of Partnerships and
Regulatory Assistance

**Determination of Standard Fracture Gradient in the
Glen Bench Enhanced Recovery Unit**

The Glen Bench Enhanced Recovery Unit trends SW-NE and is approximately 5 miles long by 1.5 miles wide. The Unit is operated by Shenandoah Resources, Inc., and has been undergoing enhanced recovery water flood production since at least 1994. At present there are five enhanced recovery injection wells, 16 production wells, and three abandoned wells in the unit. Injection wells inject approximately 10,000 to 12,000 bbl of fluid each month each. The injection fluid is made up of produced recycled water from Glen Bench Unit production wells, at an average specific gravity of 1.012 g/cc and an approximate average total dissolved solids content of between 5000 to 6000 mg/l.

The enhanced recovery injection zone, a relatively thin sand unit of the Green River Formation approximately 10' to 15' thick with porosity between 8 and 13 percent, occurs at depths between approximately 4750' to 5100' as measured from surface. The lowermost potential USDW's occur approximately 2700' to 2800' below surface in this area in discontinuous sand stringers of the Uinta Formation. A 200' to 300' thick confining interval composed of interbedded shales and siltstones overlies the injection zone, which in turn is overlain by approximately 1000' of upper Green River Formation shales, siltstones and sands.

Over the past seven years, at least five step rate tests have been performed to determine the formation parting pressure in the injection zone and the fracture gradient (Fg) for each injection well. Review of these test results indicate formation fracture parting pressure gradients range from between 0.623 to 0.837 psi/ft.

Based on these SRT data, the EPA has determined that an average fracture gradient of 0.709 psi/ft could reasonably be used by the Director to determine the MAIP for EPA regulated injection wells in the Glen Bench Unit at this time. This determination is based on an acceptable limited variance of formation fracture parting pressure gradients from these SRT results, the thickness and geologic character of the confining zone in this area, and the interpretation that injection under injection pressure conditions derived from this fracture gradient would not initiate new or propagate existing fractures in the confining zone so that it will continue to provide an effective barrier to prevent fluid flow out of the injection zone into USDW's. Results are tabulated below.

Well	Test Date	Interval	ISIP / Chart (in psi)	Calculated Fg (in psi/ft)	New MAIP at Fg = 0.709	Previous MAIP
#6-16	Dec 23, 1999	5106' - 5111'	1230 / 940	0.623	1385	945
#15-19	Feb 7, 2002	4759' - 4765'	1900 / 2050	0.837	1290	985
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UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

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DENVER, CO 80202-2466
Phone 800-227-8917
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MINOR PERMIT MODIFICATION NO. 1
to the
EPA PERMIT NO. UT20878-04539
(A CLASS II ENHANCED RECOVERY INJECTION WELL)
for
SHENANDOAH ENERGY, INC.
GLEN BENCH STATE NO. 6-16
SE NW SECTION 16 - T8S - R22E
UINTAH COUNTY, UTAH

Pursuant to Part III., Section B. 1., of the above-referenced underground injection control (UIC) Permit, a Minor Modification No. 1 to said Permit is to be made. Changes to the original version of the Final Permit **Part II, Section 4. (b)** (Injection Pressure Limitation) is as follows:

ORIGINAL VERSION.

PART II. SPECIFIC PERMIT CONDITIONS

C. WELL OPERATION

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IS MODIFIED TO READ.

PART II. SPECIFIC PERMIT CONDITIONS

C. WELL OPERATION

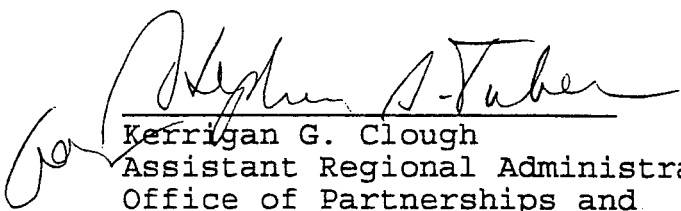
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All other provisions and conditions of the Final Permit UT20878-04539 remain as originally issued.

APR 23 2002

Date


Kerrigan G. Clough
Assistant Regional Administrator
Office of Partnerships and
Regulatory Assistance

Addendum to Statement of Basis

Determination of Standard Fracture Gradient in the Glen Bench Enhanced Recovery Unit

The Glen Bench Enhanced Recovery Unit trends SW-NE and is approximately 5 miles long by 1.5 miles wide. The Unit is operated by Shenandoah Resources, Inc., and has been undergoing enhanced recovery water flood production since at least 1994. At present there are five enhanced recovery injection wells, 16 production wells, and three abandoned wells in the unit. Injection wells inject approximately 10,000 to 12,000 bbl of fluid each month each. The injection fluid is made up of produced recycled water from Glen Bench Unit production wells, at an average specific gravity of 1.012 g/cc and an approximate average total dissolved solids content of between 5000 to 6000 mg/l.

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Mountain States Analytical, LLC

1645 West 2200 South · Salt Lake City, Utah 84119 · 800-973-6724

Analytical Services

Holding Time Summary

Client: Questar
Project: Red Wash
Project ID:

Report Number: 0310124-1
Date Reported: 10/30/03
Work Order: 0310124

Sample ID	Client Sample ID	Date Collected						
pH							10/20/03	1 *
Solids, Total Dissolved (TDS)							10/20/03 15:30	7
Specific Conductance							10/20/03 14:15	28
Specific Gravity							10/27/03 10:30	999
<hr/>								
0310124-06A	QEP #6 (Glen Bench Injection)	10/16/03 14:20						
	Leachate							
Parameter	Start Date	End Date	HT	Prep Date	HT	Analysis Date	HT	
pH						10/20/03		1 *
Solids, Total Dissolved (TDS)						10/20/03 15:30		7
Specific Conductance						10/20/03 14:15		28
Specific Gravity						10/27/03 10:30		999
<hr/>								
0310124-07A	QEP #7 (West End Disposal)	10/16/03 14:30						
	Leachate							
Parameter	Start Date	End Date	HT	Prep Date	HT	Analysis Date	HT	
pH						10/20/03		1 *
Solids, Total Dissolved (TDS)						10/20/03 15:30		7
Specific Conductance						10/20/03 14:15		28
Specific Gravity						10/27/03 10:30		999
<hr/>								
0310124-08A	QEP #8 (21A Injection)	10/16/03 14:40						
	Leachate							
Parameter	Start Date	End Date	HT	Prep Date	HT	Analysis Date	HT	
pH						10/20/03		1 *
Solids, Total Dissolved (TDS)						10/20/03 15:30		7
Specific Conductance						10/20/03 14:15		28
Specific Gravity						10/27/03 10:30		999
<hr/>								
0310124-09A	QEP #9 (Central Battery)	10/16/03 15:10						
	Leachate							
Parameter	Start Date	End Date	HT	Prep Date	HT	Analysis Date	HT	
pH						10/20/03		1 *
Solids, Total Dissolved (TDS)						10/20/03 15:30		7

* - The recommended holding time was exceeded



Mountain States Analytical, LLC

1645 West 2200 South · Salt Lake City, Utah 84119 · 800-973-6724

Analysis Report

Client: Ms. Stephanie Tomkinson
 Questar
 11002 E. 17500 So.
 Vernal, UT 84078
 (435) 781-4308 Fax: (435) 781-4329

Report Number: 0310124-1
Date Reported: 10/30/03
Work Order: 0310124
Lab Sample ID: 0310124-06A
Client Sample ID: QEP #6 (Glen Bench Injection)
Date Collected: 10/16/03
Date Received: 10/20/03 09:55
Matrix: Water
COC ID:

Project: Red Wash

Project ID:

Purchase Order: 2FW033

Parameter	Result	MDL	PQL	Units	DF	Date Analyzed	Analyst
SW-846 9040B: pH, Water							
pH	8.36	0.01	0.05	N/A	1	10/20/03	RK
EPA 160.1: Solids, Total Dissolved (TDS), Water							
Total dissolved solids	10600	360	1800	mg/L	40	10/20/03 15:30	SSJ
EPA 120.1: Specific Conductance, Water							
Conductivity	16200	1	3	µmhos/cm	1	10/20/03 14:15	SSJ
ASTM D-5057: Specific Gravity, Water							
Specific Gravity	1.00		0.01	N/A	1	10/27/03 10:30	SSJ

U - Not detected above the MDL

B - Analyte detected in the associated Method Blank

S - Results outside normal recovery limits

J - Analyte detected below the PQL

E - Result is outside of quantitation range

R - RPD outside normal precision limits

* - Result is greater than the associated action level

11

OU GB 1G 19-8-22
Natural Buttes
806' FNL & 698' FEL
NE¹/₄NE¹/₄ S19-T8S-R22E
UINTAH COUNTY, UTAH

Attachment M

API#: 43-047-34696
LEASE NUMBER: UTU-65404
GL ELEVATION: 4819'
KB ELEVATION: 4834'
TD: 5075'
Original PBTD: 5029' FC
Current PBTD: 5020'
Spud Date: 05/06/03
Drill Rig Spud: 05/14/03
TD Date: 05/17/03
First Production: 06/05/03

CASING DETAIL:

12¹/₄" Borehole
10 jts - 9⁵/₈", 36#, K-55 LT&C @ 463' KB
Cmtd w/ 175 sxs Prem Plus

7⁷/₈" Borehole
118 jts - 5¹/₂", 15¹/₂#, J-55 LT&C
Float Collar @ 5029', Shoe set @ 5072'
Cmtd w/ 330 sxs Hi-Fill Modified lead and 125 sxs 50/50 Pozmix tail.
TOC @ ~ 1100' by CBL

TUBING DETAIL:

See wellbore schematic

PERFORATION DETAIL:

<u>Perf Depths</u>	<u>Zone</u>	<u>Status</u>	<u>Stimulation/Acidize</u>
4914' – 4920'	Green River	open	Shot & pkr ran in well. Perfs were broken down using rig pump.

OU GB 1G 19-8-22

Initial Completion – 5/30/03 – 6/04/03

Ran CBL/VDL/GR log. Perf Green River Intervals 4914' – 4920'. Shot 4 jpf using 4" csg gun (24 holes). Swab. Set pkr @ 4888' & tested Green River Perfs 4914' – 4920'. More swabbing.

ONSICP: 0#, SITP: 100#. C/O PBTD @ 5020'. Land prod tbg w/ EOT @ 4968'. RIH w/ new pump, slick rods & polished rods.

PF for 6/14/03} 0 MCF, 12.7 BOPD, 70.9 BWPD, Tbg Pressure: 140#, Csg Pressure: 20#.

Date of First Production: 6/05/03

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
WASHINGTON, D.C. 20460

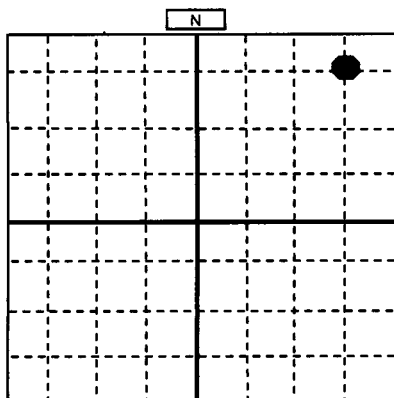
Attachment Q

PLUGGING AND ABANDONMENT PLAN

WELL NAME & NUMBER, FIELD NAME, LEASE NAME & NUMBER

OUGB 1G-19-8-22
Glen Bench Unit
Lease # UTU 65404

NAME, ADDRESS, & PHONE NUMBER OF OWNER / OPERATOR

QEP Uinta Basin, Inc.
11002 East 17500 South
Vernal, Utah 84078Locate Well and Outline Unit on
Section Plat - 640 Acres

STATE

Utah

COUNTY

Uintah

PILOT NUMBER

API # 43-047-34696

SURFACE LOCATION DESCRIPTION

1/4 of 1/4 of NE 1/4 of NE 1/4 of Section 19 Township 8S Range 22E

LOCATE WELL IN TWO DIRECTIONS FROM NEAREST LINES OF QUARTER SECTION AND DRILLING UNIT

Surface

Location 806 ft. From (N/S) North Line of Quarter Section

And 698 ft. From (E/W) East Line of Quarter Section

TYPE OF AUTHORIZATION

- ☒ Individual Permit
- ☐ Rule
- ☐ Area Permit

Number of Wells

1

WELL ACTIVITY

- ☐ Class I
- ☐ Hazardous
- ☐ Nonhazardous
- ☒ Class II
- ☐ Brine Disposal
- ☐ Hydrocarbon Storage
- ☒ Enhanced Recovery
- ☐ Class III

Lease Name

Glen Bench Unit

Well Number

OUGB 1G-19-8-22

CASING AND TUBING RECORD AFTER PLUGGING

SIZE	WT (LB/FT)	TO BE PUT IN WELL (FT)	TO BE LEFT IN WELL (FT)	HOLE SIZE (INSIDE DIAMETER)
9 5/8"	36#	0'	463'	8.92
5 1/2"	15.5#	0'	5072'	4.95

METHOD OF EMPLACEMENT OF CEMENT PLUGS

- ☒ The Balance Method
- ☒ The Dump Bailer Method
- ☐ The Two Plug Method
- ☐ Other

CEMENT TO PLUG AND ABANDON DATA

	Plug # 1	Plug # 2	Plug # 3	Plug # 4	Plug # 5	Plug # 6	Plug # 7
Size of Hole or Pipe in Which Plug Will Be Placed (inches)	5 1/2"	5 1/2"	5 1/2"	9 5/8"	9 5/8"		
Depth to Bottom of Tubing or Drill Pipe (ft)	4968'	4968'	4968'	4968'	4968'		
Sacks of Cement to be used (each plug)	4	24	13	38	19		
Slurry Volume to be Pumped (cu. ft)	4.7	25.4	13.4	40.3	20.01		
Calculated Top of Plug (ft)	4829'	3210'	2428'	412'	0'		
Measured Top of Plug (if tagged ft.)							
Slurry Weight (Lb./Gal.)	16.4	16.4	16.4	16.4	16.4		
Type Cement or Other Material (Class III)	Class "G"	Class "G"	Class "G"	Class "G"	Class "G"		

LIST ALL OPEN HOLE AND/OR PERFORATED INTERVALS AND INTERVALS WHERE CASING WILL BE VARIED (If any)

From	To	From	To
4914'	4920'		

Estimated Cost to Plug Wells

\$18,000.00

CERTIFICATION

I certify under the penalty of law that I have examined and am familiar with the information submitted in this document and all attachments and that, based on my inquiry of those individuals immediately responsible for obtaining the information, I believe that the information is true, accurate, and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment. (Ref. 40 CFR 144.32)

NAME AND OFFICIAL TITLE (Please type or print)

Stephanie L. Tomkinson, Regulatory Affairs Technician

SIGNATURE

DATE SIGNED

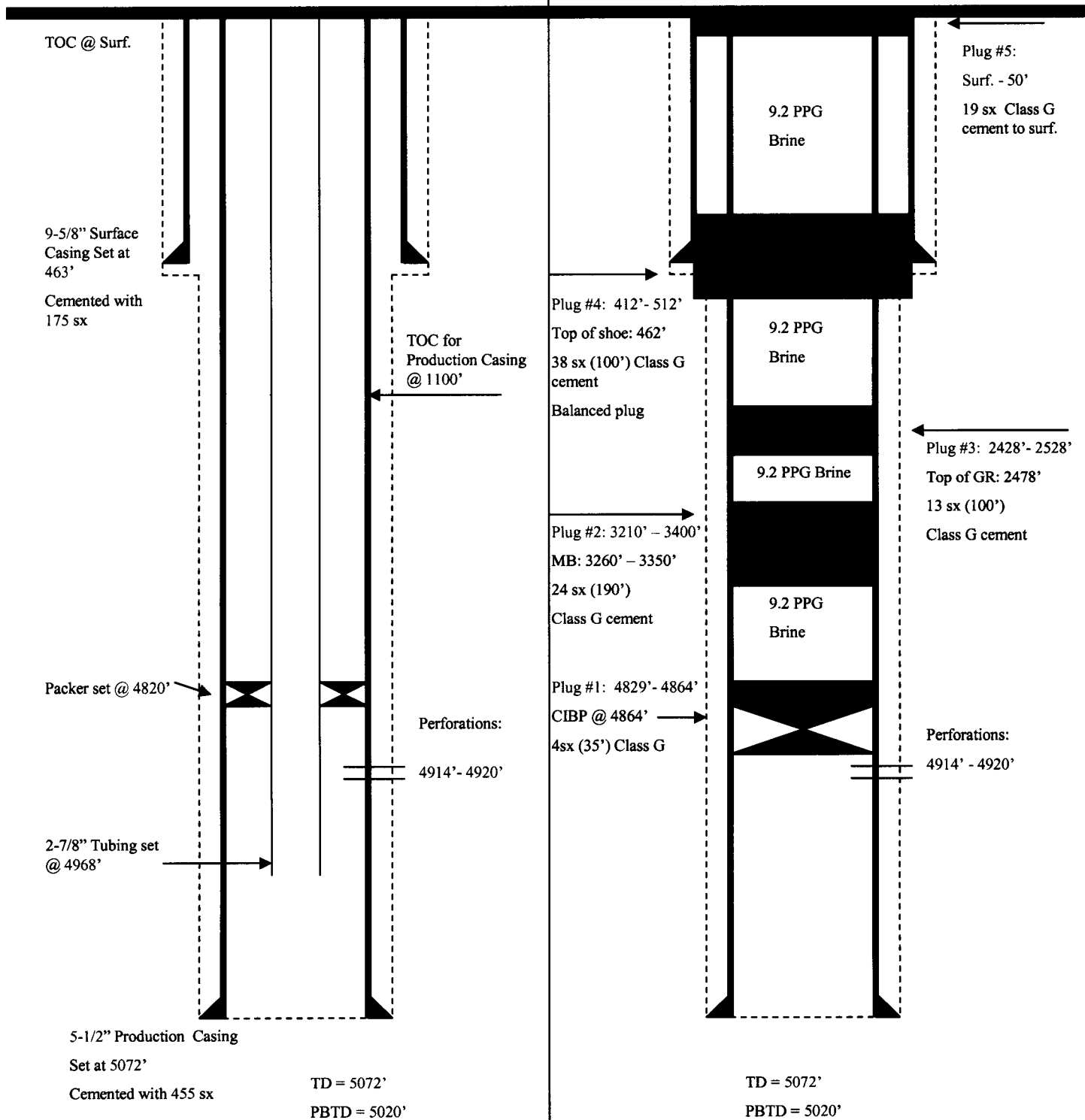
11/20/03

OUGB 1G-19-8-22

Attachment Q

Well Construction

Plugging and Abandonment Construction

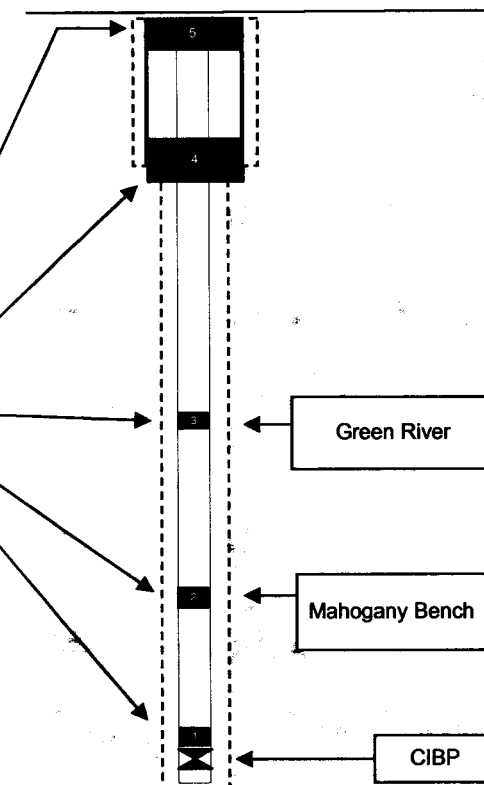


Cement Calculations UIC Plugging and Abandonment

Well: OUGB 1G 19 8 22

Interval	wo factor	hole dia	csg dia	cf/f space	yield	sxs/ft	feet	cf slurry	sxs
Plug 5 Inside	1	4.95	0	0.134	1.06	0.126	50	6.7	6
Plug 5 Annular	1	8.92	5.5	0.269	1.06	0.254	50	13.4	13
Plug 5 totals:								20.1	19
Plug 4 Inside	1	4.95	0	0.134	1.06	0.126	100	13.4	13
Plug 4 Annular	1	8.92	5.5	0.269	1.06	0.254	100	26.9	25
Plug 4 totals:								40.3	38
Plug 3	1	4.95	0	0.134	1.06	0.126	100	13.4	13
Plug 2	1	4.95	0	0.134	1.06	0.126	190	25.4	24
Plug 1	1	4.95	0	0.134	1.06	0.126	35	4.7	4

Total: 98



Casing Size	Outside Diameter	Inside Diameter
9 5/8" =	9.63	8.92
5 1/2" =	5.5	4.95

FIDELITY AND DEPOSIT COMPANY

HOME OFFICE

OF MARYLAND

BALTIMORE, MD 20203

RIDER

To be attached to and form a part of Underground Injection Control Bond No. 04127292
 dated the 6th day of December, 20 00 issued by the FIDELITY AND DEPOSIT COMPANY OF
 MARYLAND, as Surety, on behalf of QEP Uinta Basin, Inc.
 _____ as Principal,
 in the penal sum of Two Million Fifty-Two Thousand & No/100 Dollars (\$2,052,000.00)
 and in favor of U.S. Environmental Protection Agency

In consideration of the premium charged for the attached bond, it is hereby agreed that the attached bond be amended as follows:

Add two wells: Well Name AD, 3-17-3C, API # 43-047-31556, Location SESE Section 17-T8S-R22E and Well Name OUGB, number 1G-19-8-22, API #43-047-34696, Location NENE Section 19-T8S-R22E

This increases the bond amount to Two Million Eighty-Eight Thousand & No/100 Dollars (\$2,088,000.00).

Provided, However, that the attached bond shall be subject to all its agreements, limitations and conditions except as herein expressly modified, and further that the liability of the Surety under the attached bond and the attached bond as amended by this rider shall not be cumulative.

This rider shall become effective as of the 23rd day of October 20 03.
 Signed, sealed and dated this 23rd day of October, 20 03.

QEP Uinta Basin, Inc.
 Principal

By: CSS

Title CSS

C. B. Stanley
President and CEO

FIDELITY AND DEPOSIT COMPANY OF MARYLAND

By: Sandra J. Shryack
 Sandra J. Shryack

Attorney-in-Fact

Power of Attorney
FIDELITY AND DEPOSIT COMPANY OF MARYLAND
COLONIAL AMERICAN CASUALTY AND SURETY COMPANY

KNOW ALL MEN BY THESE PRESENTS: That the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, and the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY, corporations of the State of Maryland, by PAUL C. ROGERS, Vice President, and T. E. SMITH, Assistant Secretary, in pursuance of authority granted by Article VI, Section 2, of the By-Laws of said Companies, which are set forth on the reverse side hereof and are hereby certified to be in full force and effect on the date hereof, does hereby nominate, constitute and appoint **W. C. COHEN, JR., Scott T. POST, Richard K. STONE, Bret S. BURTON, Jana M. FORREST, Sandra J. SHRYACK, Emily R. TERHUNE, Tim H. HEFFEL and Erica M. PLUMMER, all of Wichita, Kansas, EACH** its true and lawful agent and Attorney-in-Fact, to make, execute, seal and deliver, for, and on its behalf as surety, and as its act and deed: **any and all bonds and undertakings** and the execution of such bonds or undertakings in pursuance of these presents, shall be as binding upon said Companies, as fully and amply, to all intents and purposes, as if they had been duly executed and acknowledged by the regularly elected officers of the Company at its office in Baltimore, Md., in their own proper persons. This power of attorney revokes that issued on behalf of W. C. COHEN, JR., Scott T. POST, Richard K. STONE, Bret S. BURTON, Jana M. FORREST, Sandra J. SHRYACK, Emily R. TERHUNE, Tim H. HEFFEL, dated March 14, 2003.

The said Assistant Secretary does hereby certify that the extract set forth on the reverse side hereof is a true copy of Article VI, Section 2, of the By-Laws of said Companies, and is now in force.

IN WITNESS WHEREOF, the said Vice-President and Assistant Secretary have hereunto subscribed their names and affixed the Corporate Seals of the said FIDELITY AND DEPOSIT COMPANY OF MARYLAND, and the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY, this 11th day of August, A.D. 2003.

ATTEST:

FIDELITY AND DEPOSIT COMPANY OF MARYLAND
COLONIAL AMERICAN CASUALTY AND SURETY COMPANY



T. E. Smith

T. E. Smith

Assistant Secretary

By: *Paul C. Rogers*

By:

Paul C. Rogers

Vice President

State of Maryland } ss:
 City of Baltimore }

On this 11th day of August, A.D. 2003, before the subscriber, a Notary Public of the State of Maryland, duly commissioned and qualified, came PAUL C. ROGERS, Vice President, and T. E. SMITH, Assistant Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, and the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY, to me personally known to be the individuals and officers described in and who executed the preceding instrument, and they each acknowledged the execution of the same, and being by me duly sworn, severally and each for himself depose and saith, that they are the said officers of the Companies aforesaid, and that the seals affixed to the preceding instrument is the Corporate Seals of said Companies, and that the said Corporate Seals and their signatures as such officers were duly affixed and subscribed to the said instrument by the authority and direction of the said Corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Official Seal the day and year first above written.



Dennis R. Hayden

Dennis R. Hayden

Notary Public

My Commission Expires: February 1, 2005

EXTRACT FROM BY-LAWS OF FIDELITY AND DEPOSIT COMPANY OF MARYLAND

"Article VI, Section 2. The Chairman of the Board, or the President, or any Executive Vice-President, or any of the Senior Vice-Presidents or Vice-Presidents specially authorized so to do by the Board of Directors or by the Executive Committee, shall have power, by and with the concurrence of the Secretary or any one of the Assistant Secretaries, to appoint Resident Vice-Presidents, Assistant Vice-Presidents and Attorneys-in-Fact as the business of the Company may require, or to authorize any person or persons to execute on behalf of the Company any bonds, undertaking, recognizances, stipulations, policies, contracts, agreements, deeds, and releases and assignments of judgements, decrees, mortgages and instruments in the nature of mortgages,...and to affix the seal of the Company thereto."

EXTRACT FROM BY-LAWS OF COLONIAL AMERICAN CASUALTY AND SURETY COMPANY

"Article VI, Section 2. The Chairman of the Board, or the President, or any Executive Vice-President, or any of the Senior Vice-Presidents or Vice-Presidents specially authorized so to do by the Board of Directors or by the Executive Committee, shall have power, by and with the concurrence of the Secretary or any one of the Assistant Secretaries, to appoint Resident Vice-Presidents, Assistant Vice-Presidents and Attorneys-in-Fact as the business of the Company may require, or to authorize any person or persons to execute on behalf of the Company any bonds, undertaking, recognizances, stipulations, policies, contracts, agreements, deeds, and releases and assignments of judgements, decrees, mortgages and instruments in the nature of mortgages,...and to affix the seal of the Company thereto."

CERTIFICATE

I, the undersigned, Assistant Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, and the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY, do hereby certify that the foregoing Power of Attorney is still in full force and effect on the date of this certificate; and I do further certify that the Vice-President who executed the said Power of Attorney was one of the additional Vice-Presidents specially authorized by the Board of Directors to appoint any Attorney-in-Fact as provided in Article VI, Section 2, of the respective By-Laws of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, and the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY.

This Power of Attorney and Certificate may be signed by facsimile under and by authority of the following resolution of the Board of Directors of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND at a meeting duly called and held on the 10th day of May, 1990 and of the Board of Directors of the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY at a meeting duly called and held on the 5th day of May, 1994.

RESOLVED: "That the facsimile or mechanically reproduced seal of the company and facsimile or mechanically reproduced signature of any Vice-President, Secretary, or Assistant Secretary of the Company, whether made heretofore or hereafter, wherever appearing upon a certified copy of any power of attorney issued by the Company, shall be valid and binding upon the Company with the same force and effect as though manually affixed."

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed the corporate seals of the said Companies,

this 23rd day of October, 2003.



Assistant Secretary


ZURICH

THIS IMPORTANT DISCLOSURE NOTICE IS PART OF YOUR BOND

Fidelity and Deposit Company of Maryland, Colonial American Casualty and Surety Company, Zurich American Insurance Company, and American Guarantee and Liability Insurance Company are making the following informational disclosures in compliance with The Terrorism Risk Insurance Act of 2002. No action is required on your part.

Disclosure of Terrorism Premium

The premium charge for risk of loss resulting from acts of terrorism (as defined in the Act) under this bond is \$ waived . This amount is reflected in the total premium for this bond.

Disclosure of Availability of Coverage for Terrorism Losses

As required by the Terrorism Risk Insurance Act of 2002, we have made available to you coverage for losses resulting from acts of terrorism (as defined in the Act) with terms, amounts, and limitations that do not differ materially as those for losses arising from events other than acts of terrorism.

Disclosure of Federal Share of Insurance Company's Terrorism Losses

The Terrorism Risk Insurance Act of 2002 establishes a mechanism by which the United States government will share in insurance company losses resulting from acts of terrorism (as defined in the Act) after a insurance company has paid losses in excess of an annual aggregate deductible. For 2002, the insurance company deductible is 1% of direct earned premium in the prior year; for 2003, 7% of direct earned premium in the prior year; for 2004, 10% of direct earned premium in the prior year; and for 2005, 15% of direct earned premium in the prior year. The federal share of an insurance company's losses above its deductible is 90%. In the event the United States government participates in losses, the United States government may direct insurance companies to collect a terrorism surcharge from policyholders. The Act does not currently provide for insurance industry or United States government participation in terrorism losses that exceed \$100 billion in any one calendar year.

Definition of Act of Terrorism

The Terrorism Risk Insurance Act defines "act of terrorism" as any act that is certified by the Secretary of the Treasury, in concurrence with the Secretary of State and the Attorney General of the United States:

1. to be an act of terrorism;
2. to be a violent act or an act that is dangerous to human life, property or infrastructure;
3. to have resulted in damage within the United States, or outside of the United States in the case of an air carrier (as defined in section 40102 of title 49, United States Code) or a United States flag vessel (or a vessel based principally in the United States, on which United States income tax is paid and whose insurance coverage is subject to regulation in the United States), or the premises of a United States mission; and
4. to have been committed by an individual or individuals acting on behalf of any foreign person or foreign interest as part of an effort to coerce the civilian population of the United States or to influence the policy or affect the conduct of the United States Government by coercion.

But, no act shall be certified by the Secretary as an act of terrorism if the act is committed as part of the course of a war declared by Congress (except for workers' compensation) or property and casualty insurance losses resulting from the act, in the aggregate, do not exceed \$5,000,000.

These disclosures are informational only and do not modify your bond or affect your rights under the bond.

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

ROUTING

1. DJJ
2. CDW

Change of Operator (Well Sold)

X - Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective:

1/1/2007

FROM: (Old Operator):

N2460-QEP Uinta Basin, Inc.
 1050 17th St, Suite 500
 Denver, CO 80265

Phone: 1 (303) 672-6900

TO: (New Operator):

N5085-Questar E&P Company
 1050 17th St, Suite 500
 Denver, CO 80265

Phone: 1 (303) 672-6900

CA No.				Unit:	GLEN BENCH UNIT					
WELL NAME			SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
SEE ATTACHED LISTS						*				

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 4/19/2007
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 4/16/2007
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 1/31/2005
- Is the new operator registered in the State of Utah: Business Number: 764611-0143
- (R649-9-2) Waste Management Plan has been received on: IN PLACE
- Inspections of LA PA state/fee well sites complete on: n/a
- Reports current for Production/Disposition & Sundries on: n/a
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM 4/23/2007 BIA
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: 4/23/2007
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: _____
- Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: _____

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 4/30/2007 and 5/15/2007
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 4/30/2007 and 5/15/2007
- Bond information entered in RBDMS on: 4/30/2007 and 5/15/2007
- Fee/State wells attached to bond in RBDMS on: 4/30/2007 and 5/15/2007
- Injection Projects to new operator in RBDMS on: 4/30/2007 and 5/15/2007
- Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: ESB000024
- Indian well(s) covered by Bond Number: 799446
- (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number 965003033
- The **FORMER** operator has requested a release of liability from their bond on: n/a

LEASE INTEREST OWNER NOTIFICATION:

- (R649-2-10) The **NEW** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: n/a

COMMENTS: THIS IS A COMPANY NAME CHANGE.

SOME WELL NAMES HAVE BEEN CHANGED AS REQUESTED

QEP Uinta Basin (N2460) to QUESTAR E and P (N5085)
 GLEN BENCH (ENHANCED RECOVERY) UNIT

4/30/2007 and 5/15/2007

Original Well Name	Well Name & No.	Q/Q	SEC	TWP	RNG	API	Entity	Lease	Well Type	Status
GB 8D-20-8-22	GB 8D-20-8-22	SENE	20	080S	220E	4304737665	15977	Federal	GW	DRL
WHITE RIVER U 16-9	WR 16-9	SWSE	09	080S	220E	4304715081	4915	Federal	OW	S
GLEN BENCH 31-30	GLEN BENCH 31-30	NWNE	30	080S	220E	4304731008	13727	Federal	OW	P
NGC 13-20	GB 13-20	NWSW	20	080S	220E	4304731355	13727	Federal	OW	P
GLEN BENCH FED 22-20	GB 22-20	SENW	20	080S	220E	4304731356	13727	Federal	WI	A
FED 31-20	GB 31-20	NWNE	20	080S	220E	4304731433	13727	Federal	OW	P
ANTELOPE DRAW 2-17-4C	GB 2-17	SESW	17	080S	220E	4304731555	13727	Federal	OW	P
ANTELOPE DRAW 3-17-3C	GB 3-17	SESE	17	080S	220E	4304731556	13727	Federal	OW	S
GLEN BENCH 8-19	GB 8-19	SENE	19	080S	220E	4304732476	13727	Federal	OW	P
GLEN BENCH 4-30-8-22	GB 4-30-8-22	NWNW	30	080S	220E	4304732755	13727	Federal	OW	S
GLEN BENCH U 15-19-8-22	GB 15-19-8-22	SWSE	19	080S	220E	4304732756	13727	Federal	WI	A
OU GB 1G-19-8-22	OU GB 1G-19-8-22	NENE	19	080S	220E	4304734696	13727	Federal	OW	S
OU GB 2W-30-8-22	GB 2ML-30-8-22	NWNE	30	080S	220E	4304735080	14816	Federal	GW	P
GB 8ML-17-8-22	GB 8ML-17-8-22	SENE	17	080S	220E	4304737995		Federal	GW	APD
WHITE RIVER U 43-16	WR 43-16	NENW	16	080S	220E	4304731354	5170	State	OW	S
WHITE RIVER U 45-16	GB 45-16	NENE	16	080S	220E	4304731399	13727	State	OW	P
GLEN BENCH ST 6-16	GB 6-16	SENW	16	080S	220E	4304732549	13727	State	WI	A
GLEN BENCH ST 7-16	GB 7-16	SWNE	16	080S	220E	4304732582	13727	State	WI	A
GLEN BENCH ST 12-16	GB 12-16	NWSW	16	080S	220E	4304732583	13727	State	WI	A
GLEN BENCH U 11-16-8-22	GB 11-16-8-22	NESW	16	080S	220E	4304732857	13727	State	OW	P
GB 1MU-16-8-22	GB 1MU-16-8-22	NENE	16	080S	220E	4304734656	14251	State	GW	P
OU GB 7W-16-8-22	OU GB 7W-16-8-22	SWNE	16	080S	220E	4304734659	13747	State	GW	P

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL ☐ GAS WELL ☐ OTHER _____

2. NAME OF OPERATOR:
QUESTAR EXPLORATION AND PRODUCTION COMPANY

3. ADDRESS OF OPERATOR: 1050 17th Street Suite 500 CITY Denver STATE CO ZIP 80265 PHONE NUMBER: (303) 308-3068

4. LOCATION OF WELL

FOOTAGES AT SURFACE: attached

COUNTY: Uintah

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 1/1/2007	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: Operator Name Change
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Effective January 1, 2007 operator of record, QEP Uinta Basin, Inc., will hereafter be known as QUESTAR EXPLORATION AND PRODUCTION COMPANY. This name change involves only an internal corporate name change and no third party change of operator is involved. The same employees will continue to be responsible for operations of the properties described on the attached list. All operations will continue to be covered by bond numbers:

Federal Bond Number: 965002976 (BLM Reference No. ESB000024)

Utah State Bond Number: 965003033

Fee Land Bond Number: 965003033

Current operator of record, QEP UINTA BASIN, INC., hereby resigns as operator of the properties as described on the attached list.

Successor operator of record, QUESTAR EXPLORATION AND PRODUCTION COMPANY, hereby assumes all rights, duties and obligations as operator of the properties as described on the attached list

Jay B. Neese, Executive Vice President, QEP Uinta Basin, Inc.

Jay B. Neese, Executive Vice President
Questar Exploration and Production Company

NAME (PLEASE PRINT) Debra K. Stanberry TITLE Supervisor, Regulatory Affairs

SIGNATURE DATE 3/16/2007

(This space for State use only)

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APR 19 2007

DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL ☐ GAS WELL ☐ OTHER _____

2. NAME OF OPERATOR:

QUESTAR EXPLORATION AND PRODUCTION COMPANY

3. ADDRESS OF OPERATOR:

1050 17th Street Suite 500 Denver

STATE CO ZIP 80265

PHONE NUMBER:

(303) 308-3068

4. LOCATION OF WELL:

FOOTAGES AT SURFACE: attached

COUNTY: Uintah

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

STATE:

UTAH

5. LEASE DESIGNATION AND SERIAL NUMBER:
see attached

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
see attached

7. UNIT or CA AGREEMENT NAME:
see attached

8. WELL NAME and NUMBER:
see attached

9. API NUMBER:
attached

10. FIELD AND POOL, OR WILDCAT:

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION

☒ NOTICE OF INTENT
(Submit in Duplicate)

Approximate date work will start:

1/1/2007

☐ SUBSEQUENT REPORT
(Submit Original Form Only)

Date of work completion:

TYPE OF ACTION

☐ ACIDIZE

☐ ALTER CASING

☐ CASING REPAIR

☐ CHANGE TO PREVIOUS PLANS

☐ CHANGE TUBING

☐ CHANGE WELL NAME

☐ CHANGE WELL STATUS

☐ COMMINGLE PRODUCING FORMATIONS

☐ CONVERT WELL TYPE

☐ DEEPEN

☐ FRACTURE TREAT

☐ NEW CONSTRUCTION

☐ OPERATOR CHANGE

☐ PLUG AND ABANDON

☐ PLUG BACK

☐ PRODUCTION (START/RESUME)

☐ RECLAMATION OF WELL SITE

☐ RECOMPLETE - DIFFERENT FORMATION

☐ REPERFORATE CURRENT FORMATION

☐ SIDETRACK TO REPAIR WELL

☐ TEMPORARILY ABANDON

☐ TUBING REPAIR

☐ VENT OR FLARE

☐ WATER DISPOSAL

☐ WATER SHUT-OFF

☒ OTHER: Well Name Changes

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

PER THE ATTACHED LIST OF WELLS, QUESTAR EXPLORATION AND PRODUCTION COMPANY REQUESTS THAT THE INDIVIDUAL WELL NAMES BE UPDATED IN YOUR RECORDS.

NAME (PLEASE PRINT) Debra K. Stanberry

TITLE Supervisor, Regulatory Affairs

SIGNATURE

DATE 4/17/2007

(This space for State use only)

RECEIVED

APR 19 2007

DIV. OF OIL, GAS & MINING



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office
P.O. Box 45155
Salt Lake City, UT 84145-0155



IN REPLY REFER TO
3180
UT-922

April 23, 2007

Questar Exploration and Production Company
1050 17th Street, Suite 500
Denver, Colorado 80265

Re: Glen Bench Enhanced Recovery Unit
Uintah County, Utah

Gentlemen:

On April 12, 2007, we received an indenture dated April 6, 2007, whereby QEP Uinta Basin, Inc. resigned as Unit Operator and Questar Exploration and Production Company was designated as Successor Unit Operator for the Glen Bench Enhanced Recovery Unit, Uintah County, Utah.

This indenture was executed by all required parties and the signatory parties have complied with Sections 5 and 6 of the unit agreement. The instrument is hereby approved effective April 23, 2007. In approving this designation, the Authorized Officer neither warrants nor certifies that the designated party has obtained all required approval that would entitle it to conduct operations under the Glen Bench Enhanced Recovery Unit Agreement.

Your nationwide oil and gas bond No. ESB000024 will be used to cover all federal operations within the Glen Bench Enhanced Recovery Unit.

It is requested that you notify all interested parties of the change in unit operator. Copies of the approved instruments are being distributed to the appropriate federal offices, with one copy returned herewith.

Sincerely,

/s/ Greg J. Noble

Greg J. Noble
Acting Chief, Branch of Fluid Minerals

Enclosure

bcc: Field Manager - Vernal (w/enclosure)
SITLA
Division of Oil, Gas & Mining
File - Glen Bench Enhanced Recovery Unit (w/enclosure)
Agr. Sec. Chron
Reading File
Central Files

UT922:TAThompson:tt:4/23/07

RECEIVED

APR 30 2007

DIV. OF OIL, GAS & MINING

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET (for state use only)

ROUTING
CDW

Change of Operator (Well Sold)

X - Operator Name Change

The operator of the well(s) listed below has changed, effective:

6/14/2010

FROM: (Old Operator): N5085-Questar Exploration and Production Company 1050 17th St, Suite 500 Denver, CO 80265 Phone: 1 (303) 308-3048	TO: (New Operator): N3700-QEP Energy Company 1050 17th St, Suite 500 Denver, CO 80265 Phone: 1 (303) 308-3048
--	--

CA No.				Unit:		GLEN BENCH ENH REC		
WELL NAME	SEC TWN RNG			API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
SEE ATTACHED								

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 6/28/2010
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 6/28/2010
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 6/24/2010
- a. Is the new operator registered in the State of Utah: Business Number: 764611-0143
- a. (R649-9-2) Waste Management Plan has been received on: Requested
- b. Inspections of LA PA state/fee well sites complete on: n/a
- c. Reports current for Production/Disposition & Sundries on: ok
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM 8/16/2010 BIA not yet
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: 8/16/2010
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: N/A
- Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to **Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: 6/29/2010

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 6/30/2010
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 6/30/2010
- Bond information entered in RBDMS on: 6/30/2010
- Fee/State wells attached to bond in RBDMS on: 6/30/2010
- Injection Projects to new operator in RBDMS on: 6/30/2010
- Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: ESB000024
- Indian well(s) covered by Bond Number: 965010693
- a. (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number 965010695
- b. The **FORMER** operator has requested a release of liability from their bond on: n/a

LEASE INTEREST OWNER NOTIFICATION:

- (R649-2-10) The **NEW** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: n/a

COMMENTS:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5. LEASE DESIGNATION AND SERIAL NUMBER:
See attached

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
See attached

7. UNIT or CA AGREEMENT NAME:
See attached

8. WELL NAME and NUMBER:
See attached

9. API NUMBER:
Attached

10. FIELD AND POOL, OR WILDCAT:
See attached

1. TYPE OF WELL
OIL WELL ☐ GAS WELL ☐ OTHER _____

2. NAME OF OPERATOR:
Questar Exploration and Production Company *N5085*

3. ADDRESS OF OPERATOR:
1050 17th Street, Suite 500 CITY Denver STATE CO ZIP 80265 PHONE NUMBER: (303) 672-6900

4. LOCATION OF WELL

FOOTAGES AT SURFACE: See attached

COUNTY: Attached

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>6/14/2010</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Operator Name Change</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Effective June 14, 2010 Questar Exploration and Production Company changed its name to QEP Energy Company. This name change involves only an internal corporate name change and no third party change of operator is involved. The same employees will continue to be responsible for operations of the properties described on the attached list. All operations will continue to be covered by bond numbers:

Federal Bond Number: 965002976 (BLM Reference No. ESB000024)

Utah State Bond Number: ~~965003033~~

Fee Land Bond Number: ~~965003033~~ } *965010695*

BIA Bond Number: ~~789446~~ *965010693*

The attached document is an all inclusive list of the wells operated by Questar Exploration and Production Company. As of June 14, 2010 QEP Energy Company assumes all rights, duties and obligations as operator of the properties as described on the list

NAME (PLEASE PRINT) Morgan Anderson TITLE Regulatory Affairs Analyst

SIGNATURE *Morgan Anderson* DATE 6/23/2010

(This space for State use only)

RECEIVED

JUN 28 2010

DIV. OF OIL, GAS & MINING

(See Instructions on Reverse Side)

APPROVED *6/13/2010*

Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

Questar Exploration Production Company (N5085) to QEP Energy Company (N3700)
 GLEN BENCH ENH REC
 effective June 14, 2010

well_name	sec	tpw	rng	api	entity	mineral lease	type	stat	C
GLEN BENCH 31-30	30	080S	220E	4304731008	13727	Federal	OW	P	
WR 43-16	16	080S	220E	4304731354	5170	State	OW	P	
GB 13-20	20	080S	220E	4304731355	13727	Federal	OW	S	
GB 45-16	16	080S	220E	4304731399	13727	State	OW	P	
GB 31-20	20	080S	220E	4304731433	13727	Federal	OW	P	
GB 2-17	17	080S	220E	4304731555	13727	Federal	OW	P	
GB 3-17	17	080S	220E	4304731556	13727	Federal	OW	TA	
GB 8-19	19	080S	220E	4304732476	13727	Federal	OW	P	
GB 4-30-8-22	30	080S	220E	4304732755	13727	Federal	OW	S	
GB 11-16-8-22	16	080S	220E	4304732857	13727	State	OW	P	
GB 1MU-16-8-22	16	080S	220E	4304734656	14251	State	GW	P	
OU GB 7W-16-8-22	16	080S	220E	4304734659	13747	State	GW	P	
OU GB 1G-19-8-22	19	080S	220E	4304734696	13727	Federal	OW	P	
GB 2ML-30-8-22	30	080S	220E	4304735080	14816	Federal	GW	P	
GB 8D-20-8-22	20	080S	220E	4304737665	15977	Federal	GW	P	
GB 13AML-17-8-22	17	080S	220E	4304739227		Federal	GW	APD	C
GB 4DML-20-8-22	20	080S	220E	4304739228		Federal	GW	APD	C
GB 12DML-20-8-22	20	080S	220E	4304739229		Federal	GW	APD	C
GB 16BML-19-8-22	19	080S	220E	4304739233		Federal	GW	APD	C



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office
P.O. Box 45155
Salt Lake City, UT 84145-0155
<http://www.blm.gov/ut/st/en.html>



IN REPLY REFER TO:
3100
(UT-922)

JUL 28 2010

Memorandum

To: Vernal Field Office, Price Field Office, Moab Field Office
From: Chief, Branch of Minerals *Roger L Bankert*
Subject: Name Change Recognized

Attached is a copy of the Certificate of Name Change issued by the Texas Secretary of State and a decision letter recognizing the name change from the Eastern States Office. We have updated our records to reflect the name change in the attached list of leases.

The name change from **Questar Exploration and Production Company** into **QEP Energy Company** is effective June 8, 2010.

cc: MMS
UDOGM

RECEIVED

AUG 16 2010

DIV. OF OIL, GAS & MINERAL